

# **ANNEX DD**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

CRYSTALLEX INTERNATIONAL CORP.,	)	
	)	
Plaintiff,	)	
	)	
v.	)	Misc. No. 17-151-LPS
	)	
BOLIVARIAN REPUBLIC OF VENEZUELA,	)	
	)	
Defendant.	)	

**ORDER APPROVING FEES AND EXPENSES  
SUBMITTED BY SPECIAL MASTER**

Upon consideration of the itemized statement of fees and expenses submitted by the Court-appointed Special Master by letter dated April 24, 2025 (the “*Itemized Statement*”), and pursuant to the Court’s Order Regarding Special Master [D.I. 277],

IT IS HEREBY ORDERED this \_\_\_\_ day of \_\_\_\_\_, 2025, that:

1. The Court, having considered any objections or comments from the Sale Process Parties, finds the fees and expenses in the Itemized Statement are regular and reasonable, and the Itemized Statement is approved.
2. The Court hereby approves fees and expenses in the amount of \$1,765,602.94 for the period of January 1, 2025 to January 31, 2025.
3. Each of Crystallex, ConocoPhillips, the Venezuela Parties, and the Additional Judgment Creditors shall make payment of its allocation of Transaction Expenses set forth in the Itemized Statement within 30 calendar days, pursuant to the terms set forth in the Order Regarding Special Master.

\_\_\_\_\_  
The Honorable Leonard P. Stark  
Circuit Judge, United States Court of Appeals  
for the Federal Circuit

# JANUARY 2025

PROJECT	TIME
Crystallex	44:25
<b>Total</b>	<b>44:25</b>

DATE	PROJECT	TASK	DESCRIPTION	VALUE
1/1/25	Crystallex		Rev Ct Order, emails	0:40
1/2/25	Crystallex		Rev Order, Tcs and emails with Weil re required briefing, call w SPPs re required briefing	2:05
1/3/25	Crystallex		NDAs, Tcs and emails re sale process	1:20
1/4/25	Crystallex		NDAs, list of terms in SPA, emails re same	1:30
1/5/25	Crystallex		Rev proposed terms of SPA and response to Judge's questions, conf call w Weil and EVR wrt those documents and proposed transaction	1:50
1/6/25	Crystallex		Rev, revise proposed terms of SPA, bidder protection, etc. emails w Weil	1:10
1/7/25	Crystallex		Rev proposed Ct filing, emails and call w Weil re same and schedule for calls w SPPs, billing matters	1:15
1/8/25	Crystallex		Call w Weil and EVR, rev docs, emails	1:30
1/9/25	Crystallex		Call w SPPs, rev SPPs comments on term sheet, bidder protection, etc, emails w Weil re same	1:25
1/10/25	Crystallex		Call w SPP and Weil re SPA terms, deal protections and determinations, rev docs, Tcs and emails w Weil	2:25
1/12/25	Crystallex		Tcc and emails re terms of SPA, criteria for determination, next steps and follow up	1:20
1/13/25	Crystallex		Calls w AJCs and SPPs re SPA terms, bid protections and determination criteria, emails and calls w Weil, EVR, review documents	3:40
1/14/25	Crystallex		Tcs and emails re filings and sale process, rev docs	1:20

DATE	PROJECT	TASK	DESCRIPTION	VALUE
1/15/25	Crystallex		Tc and emails re budget, filings, sale process and other matters	2:05
1/16/25	Crystallex		Tcs w Weil, SPPs, rev docs, NDAS etc, emails w Weil	2:10
1/17/25	Crystallex		Rev docs, calls w Weil, EVR, SPPs and AJCs, rev briefings, Tcs and emails re Sale process, NDAs, bidders	2:50
1/20/25	Crystallex		Rev AJCs and SPPs filings re SPA, criteria, etc, rev Weil draft of responses, Call w Weil and EVR re proposed Ct filings, emails re NDAs and other matters	3:05
1/21/25	Crystallex		Emails w Weil and EVR, rev revised filing, emails re same	1:40
1/22/25	Crystallex		Tcs, emails, rev objections and discuss responses	2:10
1/23/25	Crystallex		Call w SPPs, Tcs and emails w Weil review final response to Court re material terms of SPA, criteria, etc	1:45
1/24/25	Crystallex		Tcs and emails with Weil	0:50
1/27/25	Crystallex		Emails w Weil and EVR, Rev Ct Order re terms of SPA, etc	1:30
1/29/25	Crystallex		Calls w EVR and Weil re Order, SP, discovery, valuation, rev Revised SPA, tc w EVR and Weil re certain bidders, rev docs	3:10
1/30/25	Crystallex		Call w SPP, rev bid letter instructions, various emails w Weil and EVR re sales process	1:40
<b>Total</b>				<b>44:25</b>

767 Fifth Avenue  
New York, NY 10153  
+1 212 310 8000 tel  
+1 212 310 8007 fax

**Weil, Gotshal & Manges LLP**

Robert B. Pincus, Special Master

April 15, 2025

Attn: Robert Pincus

---

**FOR PROFESSIONAL SERVICES AND DISBURSEMENTS**

---

Invoice Number: 2025003012  
Client/Matter Number: 67816.0003

FOR PROFESSIONAL SERVICES AND DISBURSEMENTS for  
the period through January 31, 2025 in connection with the Citgo  
Restructuring and M&A Process matter.

<b>FEES DUE</b>	<b>\$1,387,793.50</b>
<b>DISBURSEMENTS</b>	<b>\$5,895.02</b>
<b>TOTAL AMOUNT DUE</b>	<b>\$1,393,688.52</b>

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**TIMEKEEPER SUMMARY REPORT**

<u>TIMEKEEPER</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>New York</u>			
<u>Partner</u>			
Barr, Matt	\$2,575.00	19.00	\$48,925.00
Wessel, Paul J.	\$2,575.00	0.50	\$1,287.50
Colao, Andrew J.	\$2,350.00	0.70	\$1,645.00
Lender, David J.	\$2,150.00	1.80	\$3,870.00
Friedmann, Jared R.	\$2,050.00	44.10	\$90,405.00
Keenan, Eoghan P.	\$2,050.00	70.60	\$144,730.00
Bentley, Chase A.	\$1,950.00	86.00	\$167,700.00
<u>Counsel</u>			
Margolis, Steven M.	\$1,795.00	0.80	\$1,436.00
Curtis, Aaron J.	\$1,725.00	64.10	\$110,572.50
Ramos, Christina	\$1,725.00	2.50	\$4,312.50
<u>Associate</u>			
Koivistoinen, Tanja	\$1,560.00	124.60	\$194,376.00
Sharma, Sakshi	\$1,560.00	0.90	\$1,404.00
Burrus, Maigreade B.	\$1,510.00	99.10	\$149,641.00
Clarke, Andrew	\$1,455.00	26.70	\$38,848.50
Jaeger, Rebecca	\$1,455.00	1.60	\$2,328.00
Gross, Nate	\$1,385.00	0.60	\$831.00
Roberts, Ian	\$1,385.00	5.60	\$7,756.00
Rubin, Avi	\$1,385.00	101.10	\$140,023.50
Gehnrich, Charles	\$1,275.00	21.60	\$27,540.00
Smith, Kara	\$1,275.00	24.60	\$31,365.00
Balido, Catherine	\$1,070.00	7.90	\$8,453.00
Evans, Emma	\$1,070.00	17.90	\$19,153.00
Mackinnon, Josh	\$1,070.00	60.10	\$64,307.00
Conte, Matthew	\$890.00	49.70	\$44,233.00
Mittal, Disha	\$890.00	0.50	\$445.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**TIMEKEEPER SUMMARY REPORT**

<b><u>TIMEKEEPER</u></b>	<b><u>RATE</u></b>	<b><u>HOURS</u></b>	<b><u>AMOUNT</u></b>
<b><u>Paralegal</u></b>			
Stauble, Christopher A.	\$630.00	1.80	\$1,134.00
Chan, Herbert	\$525.00	5.20	\$2,730.00
McCray, Crystal	\$525.00	2.40	\$1,260.00
Okada, Tyler	\$375.00	2.60	\$975.00
<b>Subtotal New York:</b>		<b>844.60</b>	<b>\$1,311,686.50</b>
<b><u>Washington DC</u></b>			
<b><u>Partner</u></b>			
Cooley, Shawn B.	\$1,995.00	0.20	\$399.00
Sanford, Kristin	\$1,975.00	3.70	\$7,307.50
Welch, Timothy C.	\$1,975.00	0.90	\$1,777.50
<b><u>Associate</u></b>			
Liu, Sisi	\$1,455.00	0.20	\$291.00
Logan, Savannah L.	\$1,275.00	20.20	\$25,755.00
<b>Subtotal Washington DC:</b>		<b>25.20</b>	<b>\$35,530.00</b>
<b><u>Miami</u></b>			
<b><u>Partner</u></b>			
Bodoh, Devon	\$2,575.00	6.70	\$17,252.50
Dulcey, Alfonso J.	\$1,995.00	1.60	\$3,192.00
<b><u>Associate</u></b>			
Fernandez, Ricardo	\$1,385.00	8.00	\$11,080.00
Agbi, Theo	\$1,275.00	7.10	\$9,052.50
<b>Subtotal Miami:</b>		<b>23.40</b>	<b>\$40,577.00</b>
<b>GRAND TOTAL</b>		<b>893.20</b>	<b>\$1,387,793.50</b>

---

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/01/25	Friedmann, Jared R.	REVIEW/ANALYZE COURT RULINGS ADDRESSING SALES PROCESS ISSUES; EMAILS WITH TEAM RE: SAME.	0.40	72539813	820.00
01/01/25	Mackinnon, Josh	REVIEW NDA LIST OF REPRESENTATIVES; CATEGORIZED REPRESENTATIVES.	1.60	72516161	1,712.00
01/01/25	Koivistoinen, Tanja	REVIEW PROPOSED LIST OF REPRESENTATIVES AND PARTIES HAVING EXECUTED NDAS OR CONSENTED TO SPEAK WITH BIDDERS; DRAFT EMAIL RE: SAME TO EVERCORE.	1.30	72516195	2,028.00
01/02/25	Lender, David J.	REVIEW COURT ORDERS.	0.20	72523392	430.00



---

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/02/25	Friedmann, Jared R.	CALLS WITH C.BENTLEY ADDRESSING COURT'S ORDERS, INCLUDING BRIEFING TO ADDRESS COURT'S OPEN QUESTIONS RE: SALES PROCESS; CALL WITH LITIGATION TEAM RE: SAME; CALL WITH C.GEHRICH RE: SAME; FURTHER ANALYZE COURT RULINGS AND PRIOR POSITIONS TAKE BY PARTIES IN CONNECTION WITH SAME AND EMAILS WITH TEAM RE: SAME; REVIEW RESEARCH ON FAIR MARKET VALUE AND EMAILS WITH TEAM RE: SAME; CALL WITH COUNSEL FOR CRYSTALLEX AND CP RE: COORDINATING ON BRIEFING TO COURT ADDRESSING OPEN SALES PROCESS ISSUES AND NEXT STEPS IN CONNECTION WITH SALES PROCESS; EMAILS WITH COUNSEL FOR CITGO RE: REQUEST TO MEET AND CONFER RE: DISCOVERY; EMAILS WITH TEAM RE: SAME.	2.80	72539887	5,740.00
01/02/25	Keenan, Eoghan P.	REVIEW BIDDER COMMENTS TO NDAS. REVIEW UPDATES TO SUMMARY OF SPA MATERIAL TERMS. CALL WITH CITGO, CRYSTALLEX, GIBSON, WLRK, WEIL, SPECIAL MASTER AND EVERCORE RE: RECENT COURT ORDERS, RESPONSES AND TIMING.	2.00	72523864	4,100.00
01/02/25	Stauble, Christopher A.	CONDUCT RESEARCH FOR M. BURRUS RE: CRYSTALLEX CASE CALENDAR.	0.40	72659433	252.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/02/25	Barr, Matt	REVIEW ISSUES, ALL HANDS CALL WITH TEAM AND ATTENTION TO NEXT STEPS.	1.40	72531158	3,605.00
01/02/25	Curtis, Aaron J.	REVIEW AND ANALYZE ORDER ON THE SALE PROCESS; REVIEW AND RESPOND TO EMAILS RE THE BRIEFING ON THE SALE PROCESS AND THE MEET AND CONFER WITH THE VENEZUELA PARTIES RE DISCOVERY.	1.00	72530083	1,725.00
01/02/25	Bentley, Chase A.	MEET WITH WEIL LIT TEAM RE VENEZUELA ISSUES BRIEFING; PHONE CALL WITH M. BARR RE STRATEGY; PHONE CALL WITH CRYSTALLEX AND CONOCO RE OUTSTANDING ISSUES; EMAILS RE BID PROTECTIONS AND SPA LIST; REVIEW AND REVISE SPA LIST.	3.60	72542000	7,020.00
01/02/25	Rubin, Avi	ATTEND CALL WITH GIBSON AND WLRK; CORRESPONDENCE WITH WEIL M&A, WEIL RX AND EVERCORE TEAMS REGARDING SPA MATERIAL TERMS LIST; CORRESPONDENCE WITH WEIL M&A REGARDING NDA CORRESPONDENCE ITEMS.	1.70	72525338	2,354.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/02/25	Gehrich, Charles	ANALYZE ORDER REGARDING SALE PROCESS AND LITIGATION AND THE COURT'S QUESTIONS TO SPECIAL MASTER; MEETING TO DISCUSS RESPONSE TO COURT'S QUESTIONS REGARDING SALE PROCESS; DRAFTING BRIEF RE OPEN MATTERS FOR SALE PROCESS; GATHERING AND CIRCULATING MATERIALS RE: SALE PROCESS DOCUMENT PRODUCTION.	3.60	72530395	4,590.00
01/02/25	Smith, Kara	LOCATE AND SUMMARIZE RESEARCH RE FAIR MARKET VALUE RULE IN DEL; ATTEND MEETING RE QUESTIONS ON OPEN MATTERS FROM COURT.	0.90	72660188	1,147.50
01/02/25	Balido, Catherine	REVIEW SUMMARY OF 12/31 ORDER FOR SPECIAL MASTER.	0.10	72541265	107.00
01/02/25	Mackinnon, Josh	REVIEW NDA MARKUP; INCORPORATE COMMENTS TO MARKUP; REVIEW SCHEDULE TO NDA.	2.70	72529909	2,889.00
01/02/25	Koivistoinen, Tanja	REVIEW AND REVISE NDA; REVIEW LIST OF REPRESENTATIVES.	2.20	72531240	3,432.00
01/02/25	Koivistoinen, Tanja	ATTEND WEEKLY STATUS CALL WITH SPPS.	1.00	73067791	1,560.00
01/02/25	Conte, Matthew	PREPARE SCHEDULE AND SUMMARY OF COURT'S ORDERS DI 1516-18.	4.40	72537749	3,916.00
01/02/25	Burrus, Maigreade B.	PREPARE BIDDER PROTECTIONS AND EVALUATION CRITERIA PROPOSALS; REVIEW NEW COURT IMPOSED DEADLINES.	5.70	72542415	8,607.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/02/25	Clarke, Andrew	MULTIPLE EMAILS WITH WEIL TEAM RE: SALE PROCESS; REVIEW AND REVISE TIMELINE SUMMARY RE: SALE PROCESS.	1.30	72538719	1,891.50
01/03/25	Friedmann, Jared R.	EMAILS WITH TEAM RE: BRIEF ADDRESSING COURT'S OPEN QUESTIONS RE: SALES PROCESS.	0.20	72539799	410.00
01/03/25	Keenan, Eoghan P.	CALL WITH CRYSTALLEX, CONOCO, GIBSON, WLRK AND WEIL TEAMS RE: COURT ORDER AND NEXT STEPS IN SALE PROCESS.	1.10	72537339	2,255.00
01/03/25	Stauble, Christopher A.	CONDUCT RESEARCH FOR M. BURRUS RE: CRYSTALLEX CASE CALENDAR.	1.40	72659500	882.00
01/03/25	Curtis, Aaron J.	REVIEW AND COMMENT ON DRAFT OF THE SPECIAL MASTER'S POSITIONS ON OPEN MATTERS REGARDING THE SALE PROCESS.	1.40	72529937	2,415.00
01/03/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS RE THE SPECIAL MASTER'S POSITIONS ON OPEN MATTERS REGARDING THE SALE PROCESS.	0.40	73026146	690.00
01/03/25	Bentley, Chase A.	REVIEW MATERIALS RE NDAS; EMAILS WITH WEIL M&A RE SAME; CALL WITH EVERCORE RE NDA; CALL WITH EVERCORE RE MARKETING.	1.60	72541821	3,120.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/03/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A REGARDING NDA COMMUNICATIONS; COORDINATE NDA AND BIDDER STATUS TRACKER ITEMS; CORRESPONDENCE WITH EVERCORE TEAM REGARDING SPA MATERIAL TERMS LIST; REVIEW AND PROVIDE COMMENTS TO TEASER EMAIL; CALL WITH EVERCORE TEAM; CORRESPONDENCE WITH WEIL RX TEAM REGARDING NON-SOLICIT AND TERMINATION FEE SPA PROVISIONS.	1.90	72531438	2,631.50
01/03/25	Gehrich, Charles	DRAFT BRIEF RE OPEN MATTERS FOR SALE PROCESS; RESEARCH RE JUDICIAL SALE CONFIRMATION AND FAIR MARKET VALUE.	1.50	72529926	1,912.50
01/03/25	Smith, Kara	CONDUCT RESEARCH AND DRAFT SECTION III OF BRIEF ON OPEN MATTERS.	4.00	72543796	5,100.00
01/03/25	Evans, Emma	CORRESPONDENCE RE: BRIEF RESPONDING TO D.I. 1518, DOCUMENT REVIEW, AND BRIEFING SUMMARIES.	0.40	72531088	428.00
01/03/25	Mackinnon, Josh	REVIEW EMAILS FOR FINANCING SOURCE ETHICAL TREE CONFIRMATION; REVISE NDA MARKUPS; UPDATE BIDDER REPRESENTATIVE LIST; DRAFT TEASER EMAIL.	7.70	72529907	8,239.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/03/25	Koivistoinen, Tanja	REVIEW AND COORDINATE ON THE SCHEDULE OF REPRESENTATIVE; REVIEW EXISTING NDA RULES OF THE ROAD AND REVISE SAME; EMAIL CORRESPONDENCE WITH WEIL RX AND EVERCORE TEAMS RE: SAME; REVIEW AND REVISE NDA; REVIEW AND REVISE OUTREACH EMAIL TO BE SENT BY EVERCORE TO THE TEASER RECIPIENTS; REVIEW EARLIER COURT ORDERS FOR THE PURPOSES OF SAME.	7.30	72531236	11,388.00
01/03/25	Burrus, Maigreade B.	MULTIPLE CORRESPONDENCE WITH M&A TEAM RE: NDAS.	0.30	72542399	453.00
01/04/25	Friedmann, Jared R.	DRAFT AND REVISE BRIEF ADDRESSING COURT'S FOUR QUESTIONS REGARDING SALES PROCESS; EMAILS WITH TEAM RE: SAME.	1.50	72539871	3,075.00
01/04/25	Keenan, Eoghan P.	EMAILS WITH SPECIAL MASTER AND EVERCORE TEAM RE: SUMMARY OF SPA MATERIAL TERMS.	0.70	72537310	1,435.00
01/04/25	Sanford, Kristin	REVIEW DRAFT CLEAN TEAM EXHIBIT; CONFER WITH CITGO'S COUNSEL RE SAME.	0.20	72540984	395.00
01/04/25	Curtis, Aaron J.	REVIEW AND REVISE BRIEF RE SPECIAL MASTER'S POSITIONS ON OPEN MATTERS REGARDING THE SALE PROCESS.	0.60	72533703	1,035.00
01/04/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS RE SAME.	0.30	73026147	517.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/04/25	Bentley, Chase A.	EMAILS RE BID PROTECTIONS.	0.10	72541228	195.00
01/04/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A, WEIL RX AND SPECIAL MASTER REGARDING SPA MATERIAL TERMS LIST COMMENTS; COORDINATE BIDDER NDA COMMUNICATION ITEMS; REVISE SPA MATERIAL TERMS LIST.	1.10	72531452	1,523.50
01/04/25	Gehrich, Charles	REVISE SALE PROCESS OPEN MATTERS BRIEF AND DRAFT RELATED CORRESPONDENCE.	1.80	72537805	2,295.00
01/04/25	Mackinnon, Josh	CORRESPOND REGARDING NDA; REVISE OTHER NDA AND SEND ACROSS.	1.70	72537424	1,819.00
01/04/25	Koivistoinen, Tanja	REVISE NDA RULES OF THE ROAD; EMAIL CORRESPONDENCE RE: SAME WITH EVERCORE TEAM AND SPECIAL MASTER; COORDINATE DELIVERY OF THE NDA RULES OF THE ROAD TO THE BIDDERS AND RELATED EMAIL CORRESPONDENCE WITH EVERCORE RE: SAME; FINALIZE NDA AND COORDINATE EXECUTION OF SAME.	3.40	72531231	5,304.00
01/05/25	Friedmann, Jared R.	REVIEW RX COMMENTS AND EDITS TO DRAFT BRIEF ADDRESSING COURT'S OPEN QUESTIONS REGARDING SALES PROCESS; EMAILS WITH TEAM RE: SAME.	0.40	72539863	820.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/05/25	Keenan, Eoghan P.	CALL WITH SPECIAL MASTER, EVERCORE AND WEIL TEAM RE: SPA MATERIAL TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA; REVISE SUMMARY OF SPA MATERIAL TERMS.	1.50	72537148	3,075.00
01/05/25	Barr, Matt	REVIEW SPA ISSUES AND CORRESPONDENCE WITH TEAM.	1.00	72591017	2,575.00
01/05/25	Curtis, Aaron J.	REVIEW AND ANALYZE COMMENTS ON THE BRIEF RE OPEN MATTERS RE SALE PROCESS.	0.40	72533696	690.00
01/05/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS RE THE BRIEF RE OPEN MATTERS RE THE SALE PROCESS.	0.40	73026148	690.00
01/05/25	Bentley, Chase A.	REVIEW AND REVISE PROPOSED BIDDER PROTECTIONS AND EVALUATION CRITERIA; EMAILS WITH WEIL RX AND M&A TEAMS RE SAME; CALL WITH SPECIAL MASTER, EVERCORE, AND WEIL RE SAME AND SPA TERMS LIST; REVIEW AND REVISE BRIEF RE VZ PARTIES; EMAIL WITH M. BARR AND WEIL LET TEAM RE SAME.	2.60	72591991	5,070.00



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/05/25	Rubin, Avi	CORRESPONDENCE WITH EVERCORE AND SPECIAL MASTER REGARDING SPA MATERIAL TERMS LIST; REVISE AND INCORPORATE WEIL M&A COMMENTS TO SPA MATERIAL TERMS LIST; COORDINATE CONSENT EMAIL; ATTEND CALL WITH SPECIAL MASTER AND EVERCORE TO DISCUSS SPA MATERIAL TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	1.70	72540236	2,354.50
01/05/25	Gehrich, Charles	REVIEW SALE PROCESS OPEN MATTERS BRIEF REVISIONS.	0.30	72561192	382.50
01/05/25	Smith, Kara	REVISE BRIEF ON OPEN MATTERS RE: SALE PROCESS AND SEND TO R. PINCUS.	1.50	72660276	1,912.50
01/05/25	Evans, Emma	CORRESPONDENCE RE: BRIEF RE: OPEN MATTERS REGARDING THE SALE PROCESS.	0.10	72537673	107.00
01/05/25	Mackinnon, Josh	REVIEW NDAS FOR ADDITIONAL BIDDER CONTACT INFORMATION; CORRESPOND REGARDING NDA; PREPARE RULES OF THE ROAD EMAIL FOR BIDDERS.	2.20	72537487	2,354.00

---

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/05/25	Koivistoinen, Tanja	CALL WITH SPECIAL MASTER AND EVERCORE RE: BID PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND THE EVALUATION CRITERIA; EMAIL CORRESPONDENCE WITH EVERCORE RE: THE BIDDERS THAT WERE REACHED OUT IN DECEMBER 2024 AS PART OF ADDITIONAL MARKETING EFFORTS; REVIEW LIST OF BIDDERS AND BIDDER CONTACTS FROM EVERCORE FOR THE PURPOSES OF ASSESSING THE SCOPE OF BIDDERS TO WHOM RULES OF THE ROAD WILL BE SENT; REVIEW AND LIST NDA CONTACT PERSONS FOR PURPOSES OF SAME.	1.90	72592640	2,964.00
01/05/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON BID PROTECTIONS AND EVALUATION CRITERIA OUTLINE.	0.80	72593771	1,248.00
01/05/25	Burrus, Maigreade B.	PREPARE BIDDER PROTECTIONS AND EVALUATION CRITERIA.	2.00	72594740	3,020.00
01/05/25	Burrus, Maigreade B.	ATTEND CALL WITH WEIL M&A, SPECIAL MASTER AND EVERCORE RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	1.00	72594996	1,510.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/06/25	Friedmann, Jared R.	REVIEW RESPONSES AND OBJECTIONS TO CITGO'S DISCOVERY DEMANDS AND PRIOR CORRESPONDENCE WITH CITGO'S COUNSEL RE: SAME TO PREPARE FOR MEET AND CONFER; MEET WITH A.CURTIS RE: SAME; MEET AND CONFER WITH CITGO'S COUNSEL RE: DISCOVERY FROM SPECIAL MASTER IN CONNECTION WITH UPDATED SALES PROCESS; REVIEW FOLLOW-UP EMAIL FROM CITGO'S COUNSEL IDENTIFYING "BIDDER AGNOSTIC" REQUESTS THAT CITGO SEEKS IMMEDIATE PRODUCTION OF AND MEET WITH A.CURTIS TO ANALYZE SAME; EMAILS WITH TEAM RE: SUMMARY OF DISCOVERY ISSUES AND NEXT STEPS RE: COORDINATING WITH ADDITIONAL JUDGMENT CREDITORS.	2.30	72582107	4,715.00
01/06/25	Friedmann, Jared R.	WEEKLY TEAM CALL WITH RX AND M&A TEAMS TO COORDINATE ON NEXT STEPS AND STRATEGY.	0.50	72582128	1,025.00
01/06/25	Keenan, Eoghan P.	REVIEW DRAFT COURT FILING. WEEKLY WORK STREAMS CALL WITH WEIL RX, LITIGATION AND M&A TEAMS. REVIEW SPA MATERIAL TERMS SUMMARY, BIDDER PROTECTIONS AND EVALUATION CRITERIA. EMAILS WITH RX RE: COMMENTS TO BIDDER PROTECTIONS AND EVALUATION CRITERIA.	2.40	72545910	4,920.00
01/06/25	Sanford, Kristin	REVIEW CLEAN TEAM ADDENDUM.	0.10	72554485	197.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/06/25	Curtis, Aaron J.	MEET AND CONFER WITH CITGO AND PDVH'S COUNSEL TO DISCUSS DISCOVERY; MEET WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND ANALYZE LETTERS ON DISCOVERY; PREPARE FOR MEET AND CONFER WITH CITGO AND PDVH'S COUNSEL.	3.10	72545553	5,347.50
01/06/25	Curtis, Aaron J.	CALL WITH WEIL TEAM TO DISCUSS SALE PROCESS AND DISCOVERY; REVIEW AND RESPOND TO EMAILS RE DEVELOPMENTS IN THE CASE AND THE BRIEF ON OPEN MATTERS IN THE SALE PROCESS.	1.00	73026149	1,725.00
01/06/25	Bentley, Chase A.	REVIEW BRIEFING RE VENEZUELA; REVIEW BIDDER PROTECTIONS, SPA TERMS, AND EVALUATION CRITERIA.	1.40	72592184	2,730.00
01/06/25	Bentley, Chase A.	EMAILS AND CALLS WITH WIEL M&A AND RX TEAMS RE BID PROTECTIONS AND MATERIAL SPA TERMS; EMAILS WITH WEIL M&A RE NDAS; ATTEND WEIL WIP CALL.	1.30	72592240	2,535.00
01/06/25	Bentley, Chase A.	EMAILS WITH CITGO COUNSEL RE MARKETING.	0.20	72592268	390.00
01/06/25	Bentley, Chase A.	EMAILS WITH SPECIAL MASTER AND EVERCORE RE BIDDER PROTECTIONS AND MATERIAL SPA TERMS; EMAILS WITH EVERCORE RE MARKETING PROCESS.	0.60	72592309	1,170.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/06/25	Rubin, Avi	ATTEND INTERNAL CHECK-IN CALL; CALL WITH EVERCORE TEAM TO DISCUSS VDR ITEMS; COORDINATE NDA AND VDR ITEMS; PROVIDE COMMENTS TO NDA CONSENT EMAIL; REVIEW MATERIAL SPA TERMS LIST.	1.70	72551832	2,354.50
01/06/25	Gehrich, Charles	DRAFT CORRESPONDENCE TO CRYSTALLEX/CONOCO RE: BRIEF; REVISE BRIEF.	0.30	72561196	382.50
01/06/25	Logan, Savannah L.	REVIEW AND PROVIDE COMMENT RE BIDDER CTA EMAIL ACKNOWLEDGMENT; CORRESPONDENCE RE CLEAN TEAMS TRACKER.	0.80	72544273	1,020.00
01/06/25	Evans, Emma	CORRESPONDENCE RE: SPECIAL MASTER BRIEFING ON OPEN MATTERS RE: SALE PROCESS, DISCOVERY TO VENEZUELAN PARTIES; SUMMARIZE CONOCOPHILLIPS NOTICE OF CASE DISMISSAL.	0.70	72573196	749.00
01/06/25	Mackinnon, Josh	CORRESPOND REGARDING EMAIL CONFIRMATION REQUEST AND BIDDER OUTREACH.	0.40	72545543	428.00
01/06/25	Koivistoinen, Tanja	ATTEND WEEKLY WIP CALL WITH WEIL TEAMS; EMAIL CORRESPONDENCE WITH WEIL TEAMS RE: ADDITIONAL MARKETING OUTREACH TO BE DONE BY EVERCORE AND RE: THE DISTRIBUTION OF THE RULES OF THE ROAD, AND APPROACH ON SAME.	1.30	72594017	2,028.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/06/25	Koivistoinen, Tanja	REVIEW EMAIL CONFIRMATION RE: THE SCOPE OF NDA AND CTA; REVIEW AND COMMENT ON REVISED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	1.20	72594271	1,872.00
01/06/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE AND CALLS WITH EVERCORE TEAM: RE ADDITIONAL MARKETING OUTREACH; PREPARE SUMMARY OF SAME; EMAIL EVERCORE RE: THE CONTEMPLATED APPROACH ON THE ADDITIONAL MARKETING OUTREACH.	1.40	72594985	2,184.00
01/06/25	Roberts, Ian	ATTEND WEIL RESTRUCTURING, LITIGATION, AND M&A TEAM WORK-IN-PROCESS MEETING.	0.40	72559465	554.00
01/06/25	Conte, Matthew	ATTEND WEIL RX/M&A/LIT WORK-IN-PROCESS MEETING; FINALIZE SCHEDULE OF UPCOMING DEADLINES.	0.60	72545757	534.00
01/06/25	Burrus, Maigreade B.	ATTEND WEIL WORK-IN-PROGRESS MEETING; CONFER WITH WEIL TEAM RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	1.10	72594778	1,661.00
01/06/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER AND EVERCORE RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.20	72594930	302.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/06/25	Burrus, Maigreade B.	PREPARE BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	5.00	72594966	7,550.00
01/06/25	Clarke, Andrew	ATTEND WEIL WIP CALL; EMAIL TO WEIL RX ASSOCIATES RE: SAME; CONFER WITH M. BURRUS RE: SALE PROCESS NEXT STEPS; EMAIL TO EVERCORE TEAM RE: COURT DEADLINES; REVIEW LIST OF RE-ENGAGED PARTIES IN MARKETING PROCESS.	0.80	72543628	1,164.00
01/06/25	Clarke, Andrew	REVIEW MEMORANDUM RE: SALE PROCESS.	0.50	72546689	727.50
01/07/25	Friedmann, Jared R.	EMAILS WITH TEAM RE: CONTINUED RELEVANCE (OR LACK THEREOF) OF CITGO'S PRIOR DISCOVERY REQUESTS; MEET WITH A.CURTIS RE: NEXT STEPS RE: DISCOVERY AND COORDINATING WITH ALL SALE PROCESS PARTIES AND ADDITIONAL JUDGMENT CREDITORS.	0.40	72582092	820.00
01/07/25	Friedmann, Jared R.	REVIEW AND REVISE DRAFT EMAIL TO ADDITIONAL JUDGMENT CREDITORS SHARING DRAFT BRIEF ADDRESSING COURT'S ADDITIONAL SALE PROCESS QUESTIONS; REVIEW CP'S DRAFT BRIEF RE: SAME; REVIEW CRYSTALLEX BRIEF RE: SAME; EMAILS WITH TEAM RE: SAME; EMAILS WITH TEAM RE: SAME.	0.70	72582112	1,435.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Friedmann, Jared R.	WEEKLY CALL WITH EVERCORE RE: STATUS, STRATEGY AND ALIGNMENT ON NEXT STEPS.	0.40	72582153	820.00
01/07/25	Keenan, Eoghan P.	REVISE SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA; MEET WITH EVERCORE AND WEIL TEAMS RE: ABOVE SUMMARY AND ENGAGEMENT WITH BIDDERS; REVISE RULES OF THE ROAD; COORDINATE NDAS AND CTAS WITH PROSPECTIVE BIDDERS.	1.80	72556358	3,690.00
01/07/25	McCray, Crystal	ASSIST WITH FACT CHECKING SPECIAL MASTER'S POSITIONS ON OPEN MATTERS REGARDING THE SALE PROCESS.	1.00	72686448	525.00
01/07/25	Welch, Timothy C.	EXCHANGE EMAILS WITH S. LIU REGARDING BID STATUS AND OFAC LICENSING CONSIDERATIONS.	0.10	72557933	197.50
01/07/25	Sanford, Kristin	REVIEW BIDDER'S CLEAN TEAM REQUIREMENTS.	0.20	72557561	395.00
01/07/25	Barr, Matt	CORRESPONDENCE WITH TEAM, REVIEW BRIEF AND CORRESPONDENCE RE: SAME.	1.00	72590999	2,575.00
01/07/25	Curtis, Aaron J.	REVIEW AND ANALYZE CASE LAW RE FAIR MARKET VALUE; REVIEW AND ANALYZE CRYSTALLEX AND CONOCO'S BRIEFS ON OPEN MATTERS RE THE SALE PROCESS.	0.90	72557280	1,552.50



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Curtis, Aaron J.	CALLS WITH M. BURRUS TO DISCUSS THE BRIEFING ON OPEN MATTERS RE SALE PROCESS AND DISCOVERY; CALLS WITH E. EVANS TO DISCUSS THE BRIEFING ON OPEN MATTERS RE THE SALE PROCESS; REVIEW AND RESPOND TO EMAILS RE THE BRIEFING ON OPEN MATTERS RE THE SALE PROCESS; REVIEW AND RESPOND TO EMAILS RE DISCOVERY.	2.70	72557382	4,657.50
01/07/25	Bentley, Chase A.	REVIEW WEIL M&A TEAM EMAILS RE NDAS.	0.20	72557270	390.00
01/07/25	Bentley, Chase A.	EMAILS WITH WEIL LIT TEAM RE DISCOVERY PROCESS; REVIEW CITGO DISCOVERY REQUESTS.	0.40	72557315	780.00
01/07/25	Bentley, Chase A.	WEEKLY PHONE CALL WITH EVERCORE; EMAIL WITH EVERCORE RE MARKETING PROCESS.	0.60	72557323	1,170.00
01/07/25	Bentley, Chase A.	REVIEW COMMUNICATION TO ATTACHED JUDGMENT CREDITORS RE VZ BRIEFING.	0.20	72557487	390.00
01/07/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A TEAM REGARDING BIDDER NDA COMMUNICATION; REVISE BIDDER STATUS TRACKER.	0.50	72558743	692.50
01/07/25	Rubin, Avi	ATTEND CALL WITH EVERCORE TEAM; DISCUSS NEXT STEPS WITH WEIL M&A TEAM.	0.50	72558775	692.50

---

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Gehrich, Charles	REVISE BRIEF ON OPEN MATTERS AND RELATED CORRESPONDENCE; REVIEW SUBSTANCE OF CITATIONS IN THE OPEN MATTERS BRIEF; DRAFT CORRESPONDENCE WITH ADDITIONAL JUDGMENT CREDITORS RE: BRIEF; CONDUCT RESEARCH IN CONNECTION WITH OPEN MATTERS BRIEF.	2.60	72579626	3,315.00
01/07/25	Smith, Kara	REVIEW CITATION FOR OPENING BRIEF RE OPEN MATTERS ON SALE PROCESS; INCORPORATE EDITS AND SEND TO LITIGATION TEAM RE SAME; CONDUCT RESEARCH; COORDINATE PROP AND CITE CHECK RE OPEN MATTERS ON SALE PROCESS BRIEF; CONDUCT RESEARCH.	2.30	72677370	2,932.50
01/07/25	Logan, Savannah L.	CORRESPONDENCE RE CLEAN TEAM APPROVALS; REVIEW AND PROVIDE COMMENT RE BIDDER CTA MARKUPS.	1.20	72570536	1,530.00
01/07/25	Balido, Catherine	COORDINATE WITH POTTER RE EMAILS FOR COUNSEL OF SPPS AND ATTACHED JUDGMENT CREDITORS.	0.70	72594113	749.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Evans, Emma	REVISE SPECIAL MASTER BRIEFING ON OPEN MATTERS; PREPARE CORRESPONDENCE WITH ADDITIONAL JUDGMENT CREDITORS RE: OPEN MATTERS BRIEFING; CORRESPONDENCE RE: SPECIAL MASTER BRIEFING ON OPEN MATTERS RE: SALE PROCESS; CORRESPONDENCE RE: CITGO REQUESTS FOR PRODUCTION.	2.90	72573206	3,103.00
01/07/25	Mackinnon, Josh	REVIEW NDAS AND LISTED NOTICE PROVISION CONTACTS FOR RULES OF THE ROAD REACHOUTS; SEND ALL RULES OF THE ROAD EMAILS; REVIEW FINANCING SOURCE NDA MARKUP.	4.30	72556929	4,601.00
01/07/25	Koivistoinen, Tanja	WEEKLY STATUS CALL WITH EVERCORE; CORRESPONDENCE WITH EVERCORE RE: THE SCOPE OF BIDDERS CONTACTED AS PART OF THE DECEMBER OUTREACH; CORRESPOND WITH EVERCORE RE: SCOPE OF RECIPIENTS OF THE RULES OF THE ROAD.	1.90	72585608	2,964.00
01/07/25	Koivistoinen, Tanja	REVIEW RECENT COURT ORDERS AND PREPARE TIMELINE OF COURT DATES AND ACTION ITEMS; EMAIL CORRESPONDENCE WITH WEIL TEAM RE: SCOPE OF RECIPIENTS AND SENDING OF THE REVISED RULES OF THE ROAD TO THE NDA RECIPIENTS.	2.40	72585655	3,744.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Koivistoinen, Tanja	COORDINATE SENDING OF REVISED RULES OF THE ROAD TO THE NDA RECIPIENTS; DRAFT TEMPLATE EMAIL AND FINALIZE THE LIST OF RECIPIENTS FOR THE PURPOSES OF SAME.	1.60	72585873	2,496.00
01/07/25	Roberts, Ian	CORRESPOND WITH T. OKADA RE DOCKET; CORRESPONDENCE RE CALENDAR.	0.30	72596664	415.50
01/07/25	Conte, Matthew	REVIEW AND REVISE SCHEDULE OF DEADLINES.	0.90	72556659	801.00
01/07/25	Conte, Matthew	CORRESPOND WITH C. BALIDO RE: DISTRIBUTION LIST.	0.10	72556691	89.00
01/07/25	Burrus, Maigreade B.	ATTEND CALL WITH WEIL AND EVERCORE RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.40	72594688	604.00
01/07/25	Burrus, Maigreade B.	CONFER WITH SPPS RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.30	72594690	453.00
01/07/25	Burrus, Maigreade B.	EMAILS WITH WEIL TEAM RE: MARKETING PROCESS OUTREACH AND NDAS STATUS; MULTIPLE COMMUNICATIONS WITH WEIL TEAM RE: BIDDER PROTECTIONS, SPA MATERIAL TERMS, AND EVALUATION CRITERIA.	0.70	72594786	1,057.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/07/25	Burrus, Maigreade B.	REVIEW BRIEF PROVIDING POSITIONS ON BID AND SALE PROCESS; CONFER WITH A. CURTIS AND E. EVANS RE: SERVICE LIST.	1.00	72594835	1,510.00
01/07/25	Clarke, Andrew	REVIEW PROPOSED BIDDER PROTECTIONS; EMAILS WITH C. BENTLEY RE: SALE PROCESS DEADLINES; EMAIL EVERCORE TEAM RE: SAME.	0.40	72554094	582.00
01/07/25	Clarke, Andrew	EMAILS WITH EVERCORE TEAM RE: CASE CALENDAR; REVIEW CASE CALENDAR; EMAILS WITH M. CONTE RE: SAME.	0.50	72560449	727.50
01/07/25	Liu, Sisi	EMAILS WITH A. RUBIN REGARDING HORIZON CALLS.	0.10	72559159	145.50
01/08/25	Friedmann, Jared R.	REVIEW REVISED DRAFT BRIEF ADDRESSING OPEN ISSUES REGARDING SALES PROCESS; CALL WITH A.CURTIS RE: COMMENTS TO SAME; REVIEW BRIEFS ADDRESSING OPEN SALES PROCESS ISSUES SUBMITTED BY OTHER PARTIES; MEET WITH A.CURTIS RE: SAME.	0.90	72582051	1,845.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Friedmann, Jared R.	REVIEW DRAFT EMAIL TO CRYSTALLEX AND CP RE: DISCOVERY; MEET WITH A.CURTIS RE: SAME AND IMPACT OF PARTIES' POSITIONS ON VALUATION POTENTIALLY IMPACTING SCOPE OF DISCOVERY; CALL WITH A.WOLF AND A.CURTIS RE: SAME; EMAILS WITH TEAM RE: SAME; REVIEW CP'S REVISED BRIEF AND EMAILS WITH A.CURTIS AND A.WOLF RE: SAME.	0.80	72582061	1,640.00
01/08/25	Friedmann, Jared R.	WEEKLY CALL WITH WEIL, EVERCORE AND SPECIAL MASTER TO DISCUSS STATUS AND STRATEGY.	0.50	72582157	1,025.00
01/08/25	Keenan, Eoghan P.	CALL WITH SPECIAL MASTER, EVERCORE AND WEIL RE: PREPARATION OF JOINT STATUS REPORT, COMMENTS TO SPA MATERIAL TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA AND NEXT STEPS. REVISE SPA MATERIAL TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. REVIEW BIDDER COMMENTS TO NDAS. MEET WITH WEIL M&A TEAM.	1.80	72570920	3,690.00
01/08/25	Welch, Timothy C.	EXCHANGE EMAILS WITH S. COOLEY REGARDING CFIUS REVIEW; REVIEW STATUS UPDATE FROM A. RUBIN; EXCHANGE EMAILS WITH S. LIU REGARDING SAME AND UPDATE CALLS.	0.60	72570545	1,185.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Chan, Herbert	ASSIST K. SMITH REVIEW AND REVISE SPECIAL MASTER'S POSITIONS ON OPEN MATTERS REGARDING THE SALE PROCESS.	0.50	72594186	262.50
01/08/25	Barr, Matt	REVIEW DOCUMENTS, CALL WITH TEAM, ALL HANDS CALL, REVIEW NEXT STEP ISSUE AND CORRESPONDENCE WITH TEAM RE: SAME.	1.50	72591119	3,862.50
01/08/25	Curtis, Aaron J.	CALL WITH A. WOLF TO DISCUSS THE BRIEFING ON OPEN MATTERS AND DISCOVERY; CALLS WITH GIBSON TO DISCUSS THE BRIEFING ON OPEN MATTERS.	0.80	72577073	1,380.00
01/08/25	Curtis, Aaron J.	REVIEW AND ANALYZE THE SUBMISSIONS ON OPEN MATTERS RE THE SALE PROCESS; REVISE BRIEF ON OPEN MATTERS RE THE SALE PROCESS.	2.00	72577098	3,450.00
01/08/25	Curtis, Aaron J.	CALL WITH THE CLIENT TO DISCUSS THE BRIEFING ON THE OPEN MATTERS AND DISCOVERY; MEET WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS WITH THE WEIL TEAM RE THE BRIEFING ON OPEN MATTERS; REVIEW AND RESPOND TO EMAILS RE DISCOVERY.	2.80	72577121	4,830.00
01/08/25	Bentley, Chase A.	EMAIL WITH POTENTIAL BIDDER RE DATA ROOM.	0.10	72592181	195.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Bentley, Chase A.	WEEKLY PHONE CALL WITH SPECIAL MASTER AND EVERCORE; EMAIL WITH SPECIAL MASTER AND EVERCORE RE MARKETING.	0.40	72592202	780.00
01/08/25	Bentley, Chase A.	REVIEW CASE CALENDAR; EMAIL WEIL RX TEAM RE SAME; EMAILS WITH WEIL LIT TEAM RE BRIEFING RE VENEZUELA BRIEFING.	0.40	72592287	780.00
01/08/25	Bentley, Chase A.	REVIEW AND ANALYZE DRAFT BRIEFS RE VENEZUELA ISSUES FROM CRYSTALLEX AND CONOCO.	0.90	72592312	1,755.00
01/08/25	Bentley, Chase A.	EMAIL WITH CITGO RE MARKETING; EMAIL WITH ATTACHED JUDGMENT CREDITOR RE BID PROTECTIONS BRIEFING.	0.20	72592328	390.00
01/08/25	Rubin, Avi	COORDINATE NDA ITEMS AND MARKUP.	0.50	72569417	692.50
01/08/25	Rubin, Avi	ATTEND CALL WITH SPECIAL MASTER, EVR AND WEIL TEAMS; CORRESPONDENCE WITH EVR TEAM REGARDING BIDDER COMMUNICATIONS.	0.60	72569490	831.00
01/08/25	Rubin, Avi	CORRESPONDENCE WITH WEIL REGULATORY TEAM REGARDING TRANSACTION STATUS AND SANCTIONS ITEMS.	0.20	72569539	277.00
01/08/25	Cooley, Shawn B.	REVIEW PRIOR CORRESPONDENCE; REVIEW EMAIL RE MATTER UPDATES AND ACTION ITEMS.	0.20	72568652	399.00



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Gehrich, Charles	FINALIZING OPEN ISSUES BRIEFING; REVIEW AND ANALYZE OTHER PARTIES' BRIEFING SHARED WITH SPECIAL MASTER.	0.80	72579635	1,020.00
01/08/25	Gehrich, Charles	ANALYZE BRIEFS AND PREPARE SUMMARY FOR SPECIAL MASTER.	0.80	72579642	1,020.00
01/08/25	Smith, Kara	REVISE, INCORPORATE EDITS, FINALIZE, AND PREPARE FOR FILING BRIEF RE OPEN MATTERS ON SALE PROCESS; COORDINATE PROOFING OF BRIEF RE OPEN MATTERS ON SALE PROCESS; EMAIL LOCAL COUNSEL RE SAME; SUMMARIZE FILINGS ON OPEN MATTERS FOR SALE PROCESS FOR CLIENT.	1.50	72714501	1,912.50
01/08/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CTA MARKUPS; CORRESPONDENCE RE BIDDER CLEAN TEAM APPROVALS.	2.30	72570533	2,932.50
01/08/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.20	72588273	75.00
01/08/25	Evans, Emma	CORRESPONDENCE RE: SPECIAL MASTER BRIEFING ON OPEN MATTERS RE: SALE PROCESS.	0.30	72573199	321.00
01/08/25	Mackinnon, Josh	UPDATED BIDDER STATUS TRACKER; REVIEW NDA CONSENT REQUEST AND NEW BIDDER NDA; CORRESPONDENCE REGARDING NDAS; FURTHER CORRESPONDENCE AND MARKUPS TO NDAS.	5.20	72566056	5,564.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON THE REVISED NDA AND COORDINATE THE POPULATION OF SCHEDULE 1 TO NDA; EXAMINE THE SPO PROVISIONS AND THE SPECIAL MASTER CONFIDENTIALITY ORDER FOR THE PURPOSES OF NDA; REVIEW CRYSTALLEX COMMENTS ON THE BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND THE EVALUATION CRITERIA.	2.90	72585671	4,524.00
01/08/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON THE BRIEF RE: OPEN POINTS IN THE SALE PROCESS; EXAMINE MATTERS RELATING TO THE DISCLOSURE OF Q&A AND VIEWS EXPRESSED BY CRYSTALLEX AND CONOCO FOR THE PURPOSES OF SAME.	0.90	72585682	1,404.00
01/08/25	Koivistoinen, Tanja	ATTEND WEEKLY STATUS CALL WITH THE SPECIAL MASTER AND EVERCORE.	0.50	72585712	780.00
01/08/25	Koivistoinen, Tanja	COORDINATE THE PROCESS OF BIDDERS AND FINANCING SOURCES REQUESTING CONSENT TO COMMUNICATE WITH OTHER SALE PARTIES.	0.80	72585724	1,248.00
01/08/25	Roberts, Ian	CORRESPOND WITH T. OKADA RE DOCKET UPDATES; REVIEW SALE PROCEDURE ORDER; CORRESPOND WITH C. BENTLEY RE SAME; CORRESPOND WITH T. KOIVISTOINEN RE CONFIDENTIALITY ORDER.	0.50	72596623	692.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/08/25	Conte, Matthew	CONDUCT DOCKET SEARCH FOR COURT'S ORDERS RE: BILLING AND BUDGET DEADLINES; CORRESPOND WITH A. CLARKE AND C. BENTLEY RE: SAME.	0.80	72566319	712.00
01/08/25	Conte, Matthew	CORRESPOND WITH EVERCORE RE: SCHEDULE OF DEADLINES.	0.20	72566483	178.00
01/08/25	Burrus, Maigreade B.	ATTEND CALL WITH WEIL, EVERCORE, AND SPECIAL MASTER RE: VARIOUS SALE MATTERS.	0.50	72594823	755.00
01/08/25	Clarke, Andrew	EMAILS WITH C. BENTLEY AND M. CONTE RE: SALE PROCESS TIMELINE; REVIEW COURT ORDERS FOR PURPOSE OF SAME; EMAIL CORRESPONDENCE TO SPECIAL MASTER RE: SAME; REVIEW EMAILS FROM WEIL TEAM RE: BRIEFS CONCERNING SALE PROCESS.	0.50	72560118	727.50
01/08/25	Clarke, Andrew	REVIEW OPENING BRIEFS FILED BY SALE PROCESS PARTIES ON OPEN ISSUES RE: SALE PROCESS.	0.30	72560638	436.50
01/08/25	Liu, Sisi	EXCHANGE EMAILS WITH A. RUBIN REGARDING HORIZON CALLS.	0.10	72569192	145.50
01/09/25	Lender, David J.	REVIEW BIDDER PROTECTIONS.	0.20	72576720	430.00
01/09/25	Friedmann, Jared R.	REVIEW ALTER EGO LANGUAGE FOR LIST OF MATERIAL SPA TERMS AND EMAILS WITH TEAM RE: SAME.	0.10	72582052	205.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/09/25	Friedmann, Jared R.	MEET AND CONFER WITH SALES PROCESS PARTIES, INCLUDING REGARDING SPA MATERIAL TERMS; REVIEW EMAIL FROM N.EIMER RE: TIMING OF SPA AND EMAILS WITH TEAM RE: SAME.	0.40	72582081	820.00
01/09/25	Friedmann, Jared R.	FURTHER REVIEW/ANALYZE CITGO'S RESPONSE TO OPEN SALE PROCESS ISSUES; MEET WITH TEAM TO DISCUSS RESPONSE BRIEF AND NEXT STEPS; REVIEW CASES CITED IN BRIEFING REGARDING OPEN SALE PROCESS ISSUES.	1.70	72582094	3,485.00
01/09/25	Keenan, Eoghan P.	REVISE SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA; REVIEW GIBSON COMMENTS TO ABOVE SUMMARY; REVIEW WLRK COMMENTS TO SAME; REVIEW SPECIAL MASTER COMMENTS TO SAME; CALLS RE: REVISIONS TO SUMMARY.	3.10	72576488	6,355.00
01/09/25	Barr, Matt	ALL HANDS CALL, REVIEW REVISED MATERIALS, MEET WITH TEAM, CORRESPONDENCE WITH CLIENT AND TEAM RE: NEXT STEPS.	2.00	72591047	5,150.00
01/09/25	Curtis, Aaron J.	MEET WITH THE WEIL LITIGATION TEAM TO DISCUSS THE BRIEFING ON OPEN ISSUES; REVIEW AND RESPOND TO EMAILS RE THE SALE PROCESS AND THE SPA MATERIAL TERMS.	1.30	72577094	2,242.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/09/25	Curtis, Aaron J.	CALL WITH THE SALE PROCESS PARTIES TO DISCUSS THE MARKETING AND SALE PROCESS.	0.30	72577100	517.50
01/09/25	Bentley, Chase A.	EMAIL WITH 2020S COUNSEL RE BRIEFING PROCESS; REVIEW MATERIALS RE SAME.	0.20	72592147	390.00
01/09/25	Bentley, Chase A.	DISCUSS ONGOING WORKSTREAMS WITH M. BARR; EMAIL AND CALLS WITH WEIL TEAM RE BID PROTECTIONS, ETC.	0.80	72592167	1,560.00
01/09/25	Bentley, Chase A.	REVIEW SPP COMMENTS TO BID PROTECTIONS, MATERIAL SPA TERMS, EVALUATION CRITERIA; PREPARE RESPONSES TO SAME.	2.50	72592169	4,875.00
01/09/25	Bentley, Chase A.	EMAIL WITH CRYSTALLEX AND CONOCO RE BID PROTECTIONS ETC; ATTENTION TO AGENDA FOR WEEKLY SPP CALL; ATTEND WEEKLY CALL WITH SPPS; EMAIL WITH SPPS RE MARKETING PROCESS; PHONE CALLS WITH SPPS RE MATERIAL SPA TERMS.	1.20	72592261	2,340.00
01/09/25	Rubin, Avi	ATTEND CALL WITH SPPS; CORRESPONDENCE WITH SPPS REGARDING SPA MATERIAL TERMS LIST, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	0.60	72578395	831.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/09/25	Rubin, Avi	CALL WITH WEIL M&A TO DISCUSS SPA MATERIAL TERMS LIST; REVISE AND INCORPORATE WEIL M&A, WEIL LITIGATION, WEIL RX, GIBSON, WLRK, EVERCORE AND SPECIAL MASTER COMMENTS TO SPA MATERIAL TERMS LIST, BIDDER PROTECTIONS AND EVALUATION CRITERIA; CALLS WITH WEIL M&A AND WEIL RX TO DISCUSS SPA MATERIAL TERMS LIST, BIDDER PROTECTIONS AND EVALUATION CRITERIA; COORDINATE NDA ITEMS; PREPARE REVISED BID DRAFT SPA AND DISCUSS SPA TERMS WITH WEIL M&A.	5.80	72578445	8,033.00
01/09/25	Gehrich, Charles	CORRESPONDENCE RE DRAFTING RESPONSE OPEN MATTERS BRIEF; MEET WITH TEAM TO STRATEGIZE ANSWERING BRIEF FOR OPEN ISSUES; RESEARCH ISSUE RE: BRIEFING.	1.50	72580601	1,912.50
01/09/25	Smith, Kara	MEET WITH LITIGATION TEAM RE NEXT STEPS IN OPEN MATTER BRIEFING.	0.90	72714496	1,147.50
01/09/25	Logan, Savannah L.	CORRESPONDENCE RE ANTITRUST RISK FOR POTENTIAL BIDDERS; CORRESPONDENCE RE CLEAN TEAM MEMBER APPROVALS; CORRESPONDENCE RE CTAS.	1.80	72579190	2,295.00
01/09/25	Evans, Emma	CORRESPONDENCE RE: NDAS, PROPOSED BIDDER PROTECTIONS, COUNSEL LIST.	0.20	72573207	214.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/09/25	Mackinnon, Josh	CORRESPONDENCE REGARDING NDAS AND CONSENT REQUESTS; PREPARE EMAIL RESPONSE TO SPPS COUNSEL; SUMMARIZE POSITIONS ON NDA FOR SPECIAL MASTER; REVIEW NDAS AND INCORPORATED COMMENTS TO NDAS.	5.00	72576918	5,350.00
01/09/25	Koivistoinen, Tanja	COORDINATE REQUESTS TO COMMUNICATE WITH OTHER SALE PARTIES; DRAFT EMAIL RESPONSES AND REVIEW EXISTING NDAS FOR THE PURPOSES OF SAME.	1.20	72585164	1,872.00
01/09/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON NDA; REVIEW CRYSTALLEX AND CONOCO COMMENTS ON THE BID PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; REVISE BID PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; EMAIL CORRESPONDENCE AND CALLS RE: SAME WITH WEIL TEAMS.	3.90	72585176	6,084.00
01/09/25	Koivistoinen, Tanja	DRAFT RESPONSE TO EIMER REQUEST RE: NDA EXTENSIONS; REVIEW LIST OF BIDDERS THAT EXTENDED THEIR NDA FOR THE PURPOSES OF SAME; ATTEND WEEKLY STATUS CALL WITH SPPS.	1.10	72585279	1,716.00
01/09/25	Roberts, Ian	REVIEW COURT'S DECEMBER 31 ORDER RE SALE PROCESS AND LITIGATION; CORRESPOND WITH C. BENTLEY RE SAME.	0.30	72596616	415.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/09/25	Burrus, Maigreade B.	ATTEND CALL WITH WEIL, THE SPECIAL MASTER, AND THE SALE PROCESS PARTIES RE: VARIOUS CASE MATTERS.	0.40	72594661	604.00
01/10/25	Lender, David J.	REVIEW BIDDER PROTECTIONS AND EMAIL RE SAME.	0.20	72585628	430.00
01/10/25	Friedmann, Jared R.	CALL WITH COUNSEL FOR CRYSTALLEX AND CP RE: MATERIAL SPA TERMS (PART); EMAILS WITH TEAM RE: N.EIMER REQUEST FOR SAME.	0.70	72582075	1,435.00
01/10/25	Friedmann, Jared R.	MEET WITH TEAM RE: BRIEFING IN RESPONSE TO CITGO'S BRIEF ADDRESSING OPEN SALES PROCESS ISSUES; REVIEW CASES CITED BY CITGO.	1.40	72582093	2,870.00
01/10/25	Friedmann, Jared R.	CALL WITH COUNSEL FOR CRYSTALLEX AND CP RE: DISCOVERY ISSUES; CALL WITH A.CURTIS RE: SAME AND NEXT STEPS; REVIEW DRAFT EMAILS TO ATTACHED JUDGMENT CREDITOR AND CITGO RE: SAME.	1.20	72582104	2,460.00



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/10/25	Keenan, Eoghan P.	CALL WITH SPECIAL MASTER, WEIL AND COUNSEL TO SALE PROCESS PARTIES RE: COMMENTS TO SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. REVISED SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	2.60	72586927	5,330.00
01/10/25	Barr, Matt	ALL HANDS CALL AND FOLLOW UP WITH TEAM.	1.00	72591112	2,575.00
01/10/25	Curtis, Aaron J.	CALL WITH CRYSTALLEX AND CONOCO TO DISCUSS DISCOVERY; CALL WITH CRYSTALLEX AND CONOCO TO DISCUSS THE SPA MATERIAL TERMS.	2.10	72581896	3,622.50
01/10/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS DISCOVERY; CALL WITH WEIL LITIGATION TEAM TO DISCUSS THE BRIEFING ON THE OPEN MATTERS.	0.60	72581901	1,035.00
01/10/25	Curtis, Aaron J.	DRAFT BRIEF ON THE OPEN MATTERS RE THE SALE PROCESS; REVIEW AND ANALYZE CASE LAW RE VALUATION.	5.40	72581946	9,315.00
01/10/25	Bentley, Chase A.	CALL WITH CRYSTALLEX AND CONOCO RE DISCOVERY PROCESS; CALL WITH CRYSTALLEX AND CONOCO RE MATERIAL SPA TERMS; REVIEW CORRESPONDENCE FROM CITGO.	2.60	72592039	5,070.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/10/25	Bentley, Chase A.	CALL WITH ADVISOR TO POTENTIAL BIDDER RE PROCESS; CALL WITH POTENTIAL FINANCING SOURCE RE PROCESS; EMAIL WITH GOLD RESERVE AS BIDDER RE NDA.	0.90	72592081	1,755.00
01/10/25	Bentley, Chase A.	REVIEW AND COMMENT ON DRAFT MATERIAL SPA TERMS LIST.	0.50	72592103	975.00
01/10/25	Rubin, Avi	CALL WITH SPECIAL MASTER, EVERCORE AND WEIL TEAMS TO DISCUSS PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; REVISE AND INCORPORATE COMMENTS TO PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL AND SPPS REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CALLS WITH WEIL M&A TO DISCUSS PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	3.10	72580631	4,293.50
01/10/25	Smith, Kara	DRAFT BRIEF RE OPEN MATTERS AND REVIEW CASES CITED; MEET WITH A. CURTIS AND J FRIEDMANN RE OPEN MATTERS RESPONSE.	2.40	72660347	3,060.00
01/10/25	Logan, Savannah L.	COORDINATE BIDDER CLEAN TEAM APPROVALS.	1.70	72589272	2,167.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/10/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.40	72588280	150.00
01/10/25	Evans, Emma	REVISE LIST OF COUNSEL AND CONFIDENTIALITY DESIGNATIONS; CORRESPONDENCE RE: LIST OF COUNSEL, PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS.	0.70	72580475	749.00
01/10/25	Mackinnon, Josh	REVIEW FURTHER NDAS AND INCORPORATE COMMENTS TO NDAS.	4.90	72587350	5,243.00
01/10/25	Mackinnon, Josh	REVIEW AND RESPOND TO EMAILS REGARDING NDAS.	0.70	72587419	749.00
01/10/25	Mackinnon, Josh	REVIEW AND RESPOND TO EMAILS WITH PARTIES REGARDING NDAS AND NDA PROCESS.	0.60	72587840	642.00
01/10/25	Koivistoinen, Tanja	COORDINATE CONSENT REQUESTS FROM BIDDERS TO COMMUNICATE WITH OTHER SALES PARTIES; DRAFT EMAILS RE: SAME TO THE BIDDERS.	1.60	72582252	2,496.00
01/10/25	Koivistoinen, Tanja	CORRESPONDENCE WITH EVERCORE RE: THE Q&A PROCESS; REVIEW Q&A INCLUDED AND EXCLUDED FROM THE VDR.	1.70	72582261	2,652.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/10/25	Koivistoinen, Tanja	CALL WITH COUNSEL TO CONOCO AND CRYSTALLEX RE: BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; REVIEW REVISED BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; REVIEW WEIL LITIGATION TEAM COMMENTS ON SAME; REVIEW AND COMMENT ON NDA; FINALIZE SCHEDULE TO NDA; REVIEW EIMER'S MATERIAL SPA TERMS SUMMARY.	4.30	72582265	6,708.00
01/10/25	Conte, Matthew	DRAFT SALE NOTICE; CORRESPOND WITH A. CLARKE RE: SAME.	2.40	72586877	2,136.00
01/10/25	Burrus, Maigreade B.	CONFER WITH CRYSTALLEX AND CONOCO RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	1.30	72594674	1,963.00
01/10/25	Clarke, Andrew	EMAILS WITH C. BENTLEY RE: SALE NOTICE; TELEPHONE CALL WITH M. BURRUS RE: SAME; EMAILS WITH M. CONTE RE: SAME; DRAFT SALE NOTICE.	1.50	72589053	2,182.50
01/11/25	Friedmann, Jared R.	EMAILS WITH TEAM RE: ADDRESSING VALUATION DISCOVERY ISSUE IN DRAFT RESPONSE BRIEF ON OPEN SALE PROCESS ISSUES.	0.30	72582132	615.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/11/25	Keenan, Eoghan P.	REVIEW CITGO COMMENTS TO THE SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. EMAILS WITH WEIL TEAM RE: SAME.	1.00	72580233	2,050.00
01/11/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS WITH THE WEIL TEAM RE THE BRIEFING ON OPEN MATTERS AND THE SPA MATERIAL TERMS.	0.40	72580361	690.00
01/11/25	Curtis, Aaron J.	REVISE DRAFT OF THE BRIEF ON OPEN MATTERS RE THE SALE PROCESS; REVIEW CASE LAW RE FAIR MARKET VALUE.	2.90	72580397	5,002.50
01/11/25	Bentley, Chase A.	REVIEW VZ PARTIES COMMENTS TO BID PROTECTIONS, ETC.	0.50	72591973	975.00
01/11/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	0.10	72580621	138.50
01/11/25	Logan, Savannah L.	COORDINATE BIDDER CLEAN TEAM APPROVALS.	0.50	72589367	637.50
01/11/25	Mackinnon, Josh	REVIEW AND RESPOND TO EMAILS REGARDING NDAS.	0.50	72587520	535.00
01/11/25	Mackinnon, Josh	PREPARE EXECUTION VERSION NDA; COORDINATED EXECUTION.	1.00	72587651	1,070.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/11/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE AND CALLS WITH EVERCORE TEAM RE: THE Q&A PROCESS; DRAFT SUMMARY FOR WEIL RX AND LITIGATION TEAMS RE: Q&A PROCESS.	2.70	72580790	4,212.00
01/11/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON NDA; REVIEW COMMENTS FROM EIMER RE: SPA MATERIAL TERMS SUMMARY.	1.20	72580810	1,872.00
01/12/25	Friedmann, Jared R.	REVIEW AND REVISE DRAFT EMAIL TO N.EIMER ADDRESSING COMPLAINTS ABOUT TIMING OF SPA MATERIALS; EMAILS WITH TEAM RE: SAME.	0.30	72582130	615.00
01/12/25	Friedmann, Jared R.	DRAFT AND REVISE RESPONSE BRIEF TO QUESTIONS 3 AND 4 RAISED BY COURT REGARDING OPEN SALES PROCESS ISSUES.	1.00	72582144	2,050.00
01/12/25	Keenan, Eoghan P.	CALL WITH SPECIAL MASTER, WEIL AND EVERCORE TEAM RE: COMMENTS TO SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA FROM VZ PARTIES. REVISED SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	2.00	72586468	4,100.00
01/12/25	Barr, Matt	CORRESPONDENCE, REVIEW ISSUES AND NEXT STEPS, ATTEND TO SAME.	1.00	72645294	2,575.00
01/12/25	Curtis, Aaron J.	CALL WITH CLIENT, EVERCORE, AND WEIL TEAM TO DISCUSS THE SPA MATERIAL TERMS.	0.90	72588294	1,552.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/12/25	Curtis, Aaron J.	DRAFT EMAIL TO CITGO RE THE SALE PROCESS AND THE MEET-AND-CONFER PROCESS; DRAFT RESPONSE TO GOLD RESERVE'S COUNSEL RE THE RULES OF THE ROAD FOR THE NDA.	2.40	72588367	4,140.00
01/12/25	Bentley, Chase A.	REVIEW AND REVISE BID PROTECTIONS ETC.	0.70	72591841	1,365.00
01/12/25	Bentley, Chase A.	EMAILS WITH WEIL LIT TEAM RE SPP COMMUNICATIONS STRATEGY.	0.30	72591896	585.00
01/12/25	Bentley, Chase A.	PHONE CALL WITH SPECIAL MASTER AND EVERCORE RE BID PROTECTIONS AND MATERIAL SPA TERMS; EMAILS RE SAME.	1.10	72591928	2,145.00
01/12/25	Bentley, Chase A.	DRAFT AND REVISE EMAIL TO VZ PARTIES RE COMMUNICATIONS AND PROCESS; EMAILS WITH WEIL LIT TEAM RE SAME.	0.60	72591929	1,170.00
01/12/25	Bentley, Chase A.	REVIEW AND REVISE EMAIL TO GOLD RESERVE AS BIDDER.	0.60	72591956	1,170.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/12/25	Rubin, Avi	ATTEND CALL WITH WEIL, SPECIAL MASTER AND EVERCORE TEAMS TO DISCUSS COMMENTS TO PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CALLS WITH WEIL M&A AND WEIL RX TEAMS TO DISCUSS PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; INCORPORATE COMMENTS TO PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	4.30	72592380	5,955.50
01/12/25	Evans, Emma	CORRESPONDENCE RE: SALES PARTIES CONTACT LIST.	0.10	72591098	107.00
01/12/25	Mackinnon, Josh	INCORPORATE COMMENTS TO NDA MARKUP.	1.70	72587469	1,819.00
01/12/25	Mackinnon, Josh	EMAILS REGARDING NDAS.	0.40	72587710	428.00
01/12/25	Mackinnon, Josh	EMAILS REGARDING NDAS; CALL WITH BIDDER COUNSEL ON THE PHONE.	0.40	72587807	428.00
01/12/25	Mackinnon, Josh	EMAILS REGARDING NDAS.	0.30	72587850	321.00
01/12/25	Koivistoinen, Tanja	COORDINATE VARIOUS BIDDER CONSENT REQUESTS RE: COMMUNICATIONS WITH OTHER BIDDERS AND SALES PARTIES AND UPDATE INTERNAL RECORDS RE: THE CONSENTS GIVEN.	1.20	72582178	1,872.00



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/12/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE WITH WEIL TEAMS RE: Q&A PROCESS; REVIEW QUESTIONS RAISED AS PART OF THE Q&A.	0.30	72582239	468.00
01/12/25	Conte, Matthew	CONDUCT SEARCH OF DOCKET RE: NDA'S; UPDATE INTERNAL CALENDAR RE: SAME.	1.60	72586809	1,424.00
01/12/25	Burrus, Maigreade B.	REVIEW AND FINALIZE BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA AND CONFER WITH SPPS AND ATTACHED JUDGMENT CREDITORS RE: SAME; CONFER WITH M. CONTE RE: NDAS.	2.80	72639384	4,228.00
01/13/25	Lender, David J.	TELEPHONE CALL WITH C. BENTLEY RE SALES PROCESS; REVIEW AND REVISED OPEN Q BRIEF.	0.40	72600556	860.00
01/13/25	Friedmann, Jared R.	REVIEW COMMENTS TO DRAFT RESPONSE BRIEF ADDRESSING COURT'S OPEN SALE PROCESS ISSUES; REVIEW AND REVISE DRAFT RESPONSE BRIEF; EMAILS WITH TEAM RE: SAME AND NEXT STEPS.	1.30	72640459	2,665.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Friedmann, Jared R.	CALL WITH A.CURTIS TO PREPARE FOR CALL WITH ADDITIONAL JUDGMENT CREDITORS; MEET AND CONFER WITH ADDITIONAL JUDGMENTS CREDITORS RE: SCOPE OF DISCOVERY; EMAILS WITH A.CURTIS RE: SAME AND NEXT STEPS; REVIEW AND REVISE EMAIL TO ADDITIONAL JUDGMENT CREDITORS RE: SAME; EMAILS WITH C.BENTLEY RE: SAME.	0.80	72640494	1,640.00
01/13/25	Friedmann, Jared R.	MEET AND CONFER WITH SALE PROCESS PARTIES WITH FOCUS ON SPA TERMS (PART).	1.00	72640518	2,050.00
01/13/25	Friedmann, Jared R.	WEEKLY COORDINATION/STRATEGY MEETING WITH M&A AND RX TEAM.	0.50	72640541	1,025.00
01/13/25	Keenan, Eoghan P.	MEET AND CONFER WITH SALE PROCESS PARTIES AND ATTACHED JUDGMENT CREDITORS RE: SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. MEET WITH WEIL RX, LITIGATION AND M&A TEAMS RE: SAME. MEET AND CONFER WITH OTHER ATTACHED JUDGMENT CREDITOR RE: SAME. REVISING SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	6.90	72602941	14,145.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Welch, Timothy C.	REVIEW CITGO LIST OF ADDITIONAL PARTIES TO BE CONTACTED REGARDING BIDDING; EXCHANGE EMAILS WITH S. COOLEY REGARDING POTENTIAL CFIUS CONSIDERATIONS.	0.20	72602932	395.00
01/13/25	Barr, Matt	REVIEW ISSUES, ALL HANDS CALL WITH PARTIES RE: M&A AND FOLLOW UP.	2.00	72645124	5,150.00
01/13/25	Curtis, Aaron J.	CALL WITH ADDITIONAL JUDGMENT CREDITORS TO DISCUSS DISCOVERY; DRAFT EMAIL TO THE ATTACHED JUDGMENT CREDITORS RE DISCOVERY.	0.80	72631045	1,380.00
01/13/25	Curtis, Aaron J.	REVIEW AND REVISE BRIEF ON THE OPEN MATTERS.	1.00	72631054	1,725.00
01/13/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS WITH THE WEIL TEAM RE: DISCOVERY AND THE BRIEFING RE THE OPEN MATTERS.	0.40	72631066	690.00
01/13/25	Bentley, Chase A.	REVIEW AND REVISE BID PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVIEW AND REVISE ISSUES LIST RE SAME; REVIEW MATERIALS RELATED TO SAME; REVIEW AND REVISE JOINT STATUS REPORT COVER LETTER.	3.10	72645001	6,045.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Bentley, Chase A.	PHONE CALL WITH EVERCORE RE NDAS AND BIDDER CONVERSATION; EMAILS WITH SPECIAL MASTER AND EVERCORE RE MATERIAL SPA TERMS ETC.	0.70	72645081	1,365.00
01/13/25	Bentley, Chase A.	ATTEND MEET AND CONFER WITH SPSS AND ATTACHED JUDGMENT CREDITORS RE BID PROTECTIONS, MATERIAL SPA TERMS, EVALUATION CRITERIA; PHONE CALL WITH RED TREE COUNSEL RE SAME; EMAILS WITH VARIOUS ATTACHED JUDGMENT CREDITORS RE SAME; EMAIL WITH CITGO RE NDAS; PHONE CALL WITH ATTACHED JUDGMENT CREDITORS RE DISCOVERY PROCESS; EMAILS RE SAME.	2.60	72645235	5,070.00
01/13/25	Bentley, Chase A.	REVIEW AND REVISE DRAFT EMAIL TO BIDDER RE NDA.	0.30	72645247	585.00
01/13/25	Bentley, Chase A.	REVIEW DISCOVERY PROPOSALS.	0.50	72645319	975.00
01/13/25	Bentley, Chase A.	EMAILS AND PHONE CALLS WITH WEIL M&A RE MATERIAL SPA TERMS; EMAILS RE NDAS; REVIEW NDAS; EMAILS WITH WEIL LIT RE DISCOVERY.	1.30	72645473	2,535.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Rubin, Avi	ATTEND MEETINGS AND CALLS WITH WEIL M&A AND WEIL RX TEAMS REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING OVERBID MINIMUM CALCULATIONS; CORRESPONDENCE WITH WEIL ANTITRUST TEAM REGARDING NDA ITEMS.	2.60	72603272	3,601.00
01/13/25	Rubin, Avi	REVISE AND INCORPORATE COMMENTS FROM SPPS, ATTACHED JUDGMENT CREDITORS, SPECIAL MASTER, EVERCORE AND WEIL TEAMS TO PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; DRAFT AND REVISE ISSUES LIST FOR PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; COORDINATE NDA ITEMS.	3.30	72603310	4,570.50
01/13/25	Rubin, Avi	ATTEND MEET AND CONFER REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; ATTEND CALL WITH RED TREE / CONTRARIAN REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	2.10	72603344	2,908.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Rubin, Avi	CORRESPONDENCE WITH SPECIAL MASTER AND EVERCORE TEAM REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA AND BIDDER COMMUNICATIONS.	0.40	72603359	554.00
01/13/25	Smith, Kara	REVISE ANSWERING BRIEF ON OPEN MATTERS REGARDING THE SALE PROCESS; INCORPORATE EDITS TO ANSWERING BRIEF RE: OPEN MATTERS IN SALE PROCESS AND SEND TO CLIENT, FINANCIAL ADVISOR EVERCORE, AND PARALEGALS; COORDINATE SUBSTANTIVE PROPOSITION CHECK WITH ASSOCIATE TEAM; CALL WITH J. FRIEDMANN RE EDITS TO OPEN MATTERS ANSWERING BRIEF.	2.80	72645260	3,570.00
01/13/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CTA; CORRESPONDENCE RE BIDDER CLEAN ROOM ACCESS; DISCUSS BIDDER CTA WITH K. SANFORD.	1.20	72601544	1,530.00
01/13/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.20	72660159	75.00
01/13/25	Balido, Catherine	REVISE WEIL INTERNAL WIP LIST TO REFLECT UPCOMING DEADLINES AND WORKSTREAMS.	0.90	72637907	963.00
01/13/25	Evans, Emma	CORRESPONDENCE RE: ANSWERING BRIEF ON OPEN MATTERS; CONTACT LIST OF SALE PROCESS PARTIES.	0.20	72626071	214.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Mackinnon, Josh	EMAILS WITH BIDDERS REGARDING NDAS.	0.40	72600129	428.00
01/13/25	Mackinnon, Josh	COMBINE NDA AND CTA TRACKER AND UPDATE TRACKER.	1.60	72600136	1,712.00
01/13/25	Koivistoinen, Tanja	ATTEND CALL WITH THE SPPS AND ATTACHED JUDGMENT CREDITORS RE: THE PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; ATTEND CALL WITH COUNSEL TO RED TREE RE: THE PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; REVIEW COMMENTS FROM SKADDEN ON THE PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA.	2.10	72598678	3,276.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON NDA; COORDINATE NEXT STEPS AND OPEN ISSUES ON NDA; REVIEW COMMENTS TO THE PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA FROM SPPS, ATTACHED JUDGMENT CREDITORS, EVERCORE AND THE SPECIAL MASTER; REVIEW THE REVISED PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; PREPARE AN ISSUES LIST ON THE COMMENTS RAISED TO THE PROPOSAL FOR BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA.	2.50	72598826	3,900.00
01/13/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE WITH EVERCORE RE: POTENTIAL BIDDER; EMAIL EVERCORE RE: THE COST OF FINANCING COMMITMENTS.	1.30	72598850	2,028.00
01/13/25	Koivistoinen, Tanja	ATTEND WEIL WEEKLY WIP CALL; EMAIL CORRESPONDENCE WITHIN WEIL TEAMS RE: POTENTIAL BIDDER AND REVIEW ROLE OF POTENTIAL BIDDER IN THE PREVIOUS ROUND OF THE SALE PROCESS.	2.10	72598865	3,276.00
01/13/25	Roberts, Ian	CALL WITH M. BURRUS RE JOINT STATUS REPORT; DRAFT SAME; CORRESPOND WITH M. BURRUS RE SAME; REVISE SAME AND SEND TO C. BENTLEY.	0.90	72596573	1,246.50



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Conte, Matthew	UPDATE WORK-IN-PROCESS DOCUMENT.	2.00	72601199	1,780.00
01/13/25	Conte, Matthew	FINALIZE SALE NOTICE; CORRESPOND WITH A. CLARKE RE: SAME.	0.80	72601241	712.00
01/13/25	Burrus, Maigreade B.	REVIEW DRAFT SALE NOTICE.	0.20	72639313	302.00
01/13/25	Burrus, Maigreade B.	CONFER WITH ATTACHED JUDGMENT CREDITORS AND SPPS RE: BIDDER PROTECTIONS, SPA MATERIAL TERMS, AND EVALUATION CRITERIA; CONFER WITH CONTRARIAN AND RED TREE RE: BIDDER PROTECTIONS, SPA MATERIALS TERMS, AND EVALUTION CRITERIA; CONFER WITH J. ELLIS RE: SAME.	2.50	72639381	3,775.00
01/13/25	Burrus, Maigreade B.	REVIEW DRAFT COVER LETTER TO JSR AND PREPARE EDITS TO SAME; CONFER WITH I. ROBERTS RE: SAME; REVIEW SPP AND ATTACHED JUDGMENT CREDITOR COMMENTS TO PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA AND INCORPORATE COMMENTS INTO JOINT STATUS REPORT.	4.30	72639382	6,493.00
01/13/25	Burrus, Maigreade B.	ATTEND WORK-IN-PROGRESS MEETING WITH WEIL M&A AND LITIGATION TEAMS.	0.60	72639393	906.00
01/13/25	Clarke, Andrew	ATTEND WEIL WIP MEETING; REVIEW EMAILS FROM WEIL TEAM RE: SALE PROCESS.	0.70	72594831	1,018.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/13/25	Clarke, Andrew	REVIEW AND REVISE SALE NOTICE.	0.50	72594941	727.50
01/14/25	Colao, Andrew J.	CONFER WITH C. RAMOS RE DEBT FINANCING/BIDS.	0.70	72613003	1,645.00
01/14/25	Friedmann, Jared R.	REVIEW AND ANALYZE DISCOVERY COMMUNICATIONS FROM ADDITIONAL JUDGMENT CREDITORS AND DISCOVERY LETTER FROM CITGO; EMAILS WITH TEAM RE: SAME AND NEXT STEPS, INCLUDING POTENTIAL IMPACT ON BUDGET.	0.70	72640429	1,435.00
01/14/25	Friedmann, Jared R.	REVIEW ADDITIONAL RX COMMENTS TO RESPONSE BRIEF ADDRESSING OPEN SALES PROCESS ISSUES; EMAILS WITH TEAM RE: SAME; REVIEW AND REVISE REVISED DRAFT RESPONSE BRIEF; CALL WITH K.SMITH RE: SAME; EMAILS WITH TEAM RE: FINALIZING SAME; REVIEW AND ANALYZE RESPONSE SUBMISSIONS FROM CRYSTALLEX AND CITGO; EMAILS WITH TEAM RE: DRAFTING REPLY TO CITGO BRIEF.	1.80	72640437	3,690.00
01/14/25	Friedmann, Jared R.	MEET WITH WEIL AND EVERCORE RE: NEXT STEPS AND STRATEGY.	0.90	72640530	1,845.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Keenan, Eoghan P.	REVIEW COMMENTS TO SUMMARY RECEIVED FROM ATTACHED JUDGMENT CREDITORS AND SALE PROCESS PARTIES. CALL WITH EVERCORE AND WEIL TEAMS RE: SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA AND COMMENTS RECEIVED FROM ATTACHED JUDGMENT CREDITORS AND SALE PROCESS PARTIES. REVISE SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA .	4.00	72610334	8,200.00
01/14/25	McCray, Crystal	ASSIST WITH FACT CHECKING SPECIAL MASTER'S ANSWERING BRIEF ON OPEN MATTERS REGARDING THE SALE PROCESS.	1.40	72676426	735.00
01/14/25	Chan, Herbert	ASSIST K. SMITH REVIEW AND REVISE SPECIAL MASTER'S REPLY BRIEF ON OPEN MATTERS REGARDING THE SALE PROCESS.	2.30	72667390	1,207.50
01/14/25	Ramos, Christina	EMAIL CORRESPONDENCE ON COMMITMENT FEES.	0.40	72608237	690.00
01/14/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS WITH THE SPPS RE DISCOVERY.	0.20	72631030	345.00
01/14/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS WITH THE WEIL TEAM RE THE BRIEF ON OPEN MATTERS.	0.60	72631032	1,035.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Curtis, Aaron J.	REVIEW AND ANALYZE THE BRIEFS RE OPEN MATTERS; DRAFT OUTLINE FOR THE REPLY BRIEF RE OPEN MATTERS RE THE SALE PROCESS.	2.60	72631060	4,485.00
01/14/25	Bentley, Chase A.	MULTIPLE EMAILS AND CALLS WITH WEIL TEAM RE MATERIAL SPA TERMS.	1.00	72609978	1,950.00
01/14/25	Bentley, Chase A.	REVIEW AND REVISE BRIEFING RE VZ ISSUES; DISCUSS SAME WITH WEIL LIT TEAM AND M. BARR; REVIEW KOCH COMMENTS TO MATERIAL SPA TERMS; REVIEW JOINT STATUS REPORT AND COMMENT ON SAME MULTIPLE TIMES; COORDINATE FILING OF JOINT STATUS REPORT.	2.00	72609997	3,900.00
01/14/25	Bentley, Chase A.	WEEKLY CALL WITH EVERCORE; EMAILS WITH EVERCORE RE FINANCING; EMAILS WITH EVERCORE AND SPECIAL MASTER RE MATERIAL SPA TERMS; PHONE CALL WITH SPECIAL MASTER RE MATERIAL BID TERMS.	2.00	72609999	3,900.00
01/14/25	Bentley, Chase A.	PHONE CALL WITH GRAMERCY RE MATERIAL SPA TERMS; PHONE CALL WITH ACL RE SAME; PHONE CALL WITH CRYSTALLEX RE SAME; PHONE CALL WITH CONOCO RE SAME; REVIEW CITGO CORRESPONDENCE RE DISCOVERY; PHONE CALL WITH KOCH RE MATERIAL SPA TERMS; EMAILS WITH ATTACHED JUDGMENT CREDITORS RE SAME.	1.50	72610023	2,925.00

---

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Rubin, Avi	CALL WITH EVERCORE TO DISCUSS PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH EVERCORE AND SPECIAL MASTER REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	1.40	72614570	1,939.00
01/14/25	Rubin, Avi	REVISE AND INCORPORATE WEIL M&A, WEIL RX AND EVERCORE COMMENTS TO PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; COORDINATE BIDDER NDA ITEMS.	2.80	72614630	3,878.00
01/14/25	Rubin, Avi	CALLS WITH WEIL M&A TO DISCUSS PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL TEAM REGARDING PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING REVISED BID DRAFT SPA.	2.20	72614679	3,047.00
01/14/25	Gehnrich, Charles	REVIEW OPEN ISSUES RESPONSE BRIEF AND PERFORM SUBSTANTIVE CITE CHECK; FINALIZE BRIEF FOR FILING; REVIEW AND SUMMARIZE ANSWERING BRIEFS.	3.20	72618824	4,080.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Smith, Kara	DRAFT REPLY BRIEF RE OPEN MATTERS ON SALE PROCESS; FINALIZE BRIEF RE OPEN MATTERS IN SALE PROCESS FOR FILING AND SEND TO LOCAL COUNSEL; PROOF ANSWERING BRIEF RE: OPEN MATTERS IN SALE PROCESS; SUMMARIZE FILINGS FOR RECENT CLIENT AND SEND TO A. CURTIS.	3.60	72677529	4,590.00
01/14/25	Smith, Kara	PROPOSITION CHECK BRIEF RE OPEN MATTERS IN SALE PROCESS; REVISE AND INCORPORATE EDITS FROM M. BARR, PARALEGALS, AND ASSOCIATE TEAM RE SAME.	2.00	72849374	2,550.00
01/14/25	Sharma, Sakshi	CALL WITH M&A RE: BIDDER NDA LANGUAGE RE: MNPI.	0.20	72614858	312.00
01/14/25	Balido, Catherine	MEET WITH M. BURRUS RE: WIP LIST.	0.20	72637856	214.00
01/14/25	Evans, Emma	REVISE ANSWERING BRIEF ON OPEN MATTERS; CORRESPONDENCE RE: ANSWERING BRIEF ON OPEN MATTERS.	0.90	72626219	963.00
01/14/25	Mackinnon, Josh	CALL WITH BIDDER REGARDING NDA.	0.30	72611219	321.00
01/14/25	Mackinnon, Josh	REVISE NDA DRAFTS; INCORPORATE COMMENTS TO NDAS.	3.40	72611227	3,638.00
01/14/25	Mackinnon, Josh	CALL WITH CAPM REGARDING NDA; MEETINGS WITH M&A ASSOCIATES TO DISCUSS NDAS.	1.30	72611241	1,391.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Mackinnon, Josh	CORRESPONDENCE WITH EVERCORE REGARDING NDAS.	0.10	72611297	107.00
01/14/25	Koivistoinen, Tanja	ATTEND CALL WITH CAPM TEAM RE: NDA AND MATERIAL NON-PUBLIC INFORMATION IN THE VDR; EMAIL CORRESPONDENCE RE: SAME WITH WEIL CAPM TEAM.	0.40	72615700	624.00
01/14/25	Koivistoinen, Tanja	REVIEW SPECIAL MASTER'S ANSWERING BRIEF ON OPEN MATTERS REGARDING THE SALE PROCESS.	0.40	72615741	624.00
01/14/25	Koivistoinen, Tanja	ATTEND WEEKLY CALL WITH EVERCORE; EMAIL CORRESPONDENCE WITH EVERCORE RE: SENDING RULES OF THE ROAD TO BIDDERS AND BIDDER CONSENT REQUESTS TO SPEAK TO OTHER SALES PARTIES.	1.20	72615752	1,872.00
01/14/25	Koivistoinen, Tanja	COORDINATE RESPONSES TO BIDDER REQUESTS TO COMMUNICATE WITH OTHER SALES PARTIES AND THE SENDING OF RULES OF THE ROAD TO NEW NDA PARTIES.	0.30	72615765	468.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON NDA; ATTEND CALLS RE: SAME WITH POTENTIAL BIDDER AND SCHULTE; REVIEW AND COMMENT ON NDA; REVIEW OTHER SALES PARTIES COMMENTS ON THE BID PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA; REVIEW REVISED VERSION OF SAME.	2.90	72616265	4,524.00
01/14/25	Roberts, Ian	CORRESPOND WITH C. BENTLEY RE JANUARY 14 JOINT STATUS REPORT; REVISE SAME AND SEND TO M. BURRUS; CORRESPOND WITH M. BURRUS RE SAME; FINALIZE SAME FOR FILING.	0.60	72611184	831.00
01/14/25	Burrus, Maigreade B.	CONFER WITH EVERCORE RE: BIDDER PROTECTIONS, SPA MATERIAL TERMS, AND EVALUATION CRITERIA; MULTIPLE CORRESPONDENCE WITH POTTER TEAM RE: BIDDER PROTECTION FILING.	1.30	72639299	1,963.00
01/14/25	Burrus, Maigreade B.	CONFER WITH ATTACHED JUDGMENT CREDITORS AND SPPS RE: COVER LETTER TO JOINT STATUS REPORT; CONFER WITH ATTACHED JUDGMENT CREDITORS AND SPPS RE: AMENDED BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.40	72639307	604.00
01/14/25	Burrus, Maigreade B.	REVIEW ANSWERING BRIEFS RELATED TO SALE PROCESS.	0.80	72639356	1,208.00



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/14/25	Burrus, Maigreade B.	REVIEW SPP AND ATTACHED JUDGMENT CREDITOR COMMENTS TO BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA AND PREPARE AMENDED LIST FOR FILING.	3.30	72639369	4,983.00
01/14/25	Clarke, Andrew	REVIEW EMAILS FROM WEIL TEAM RE: SALE PROCESS; REVIEW PROPOSED BIDDER PROTECTIONS AND SPA TERMS.	0.40	72614622	582.00
01/15/25	Friedmann, Jared R.	CALL WITH EVERCORE AND B.PINCUS RE: SALE PROCESS AND NEXT STEPS.	0.50	72640461	1,025.00
01/15/25	Friedmann, Jared R.	REVIEW DRAFT REPLY BRIEF ADDRESSING CITGO'S ARGUMENTS ON OPEN SALES PROCESS ISSUES; CALL WITH A.CURTIS RE: SAME; EMAILS WITH TEAM RE: SAME; REVIEW/EDIT REVISED DRAFT BRIEF; CALL WITH C.BENTLEY RE: MAE V. CLOSING CONDITION ISSUE WITH REGARD TO ADDRESSING ALTER EGO CLAIMS AND 2020 LITIGATION IN SPA; CALL WITH E.EVANS RE: SAME AND LEGAL RESEARCH UNDER DE LAW ON FORESEEABILITY OF MAE; REVIEW AND ANALYZE RESEARCH AND EMAILS WITH C.BENTLEY AND E.EVANS RE: SAME.	1.50	72640469	3,075.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/15/25	Friedmann, Jared R.	EMAILS WITH C.BENTLEY RE: NEXT STEPS RE: DISCOVERY AND PREPARING TO DISCUSS SAME AT MEET AND CONFER WITH SPP AND ATTACHED JUDGMENT CREDITOR; REVIEW PROPOSALS REGARDING SCOPE AND TIMING OF DISCOVERY.	0.70	72640489	1,435.00
01/15/25	Friedmann, Jared R.	EMAILS WITH C.BENTLEY RE: ANTICIPATED LITIGATION TASKS IN Q1; REVIEW DRAFT Q1 BUDGET AND EMAILS WITH C.BENTLEY RE: SAME.	0.50	72640542	1,025.00
01/15/25	Keenan, Eoghan P.	MEET AND CONFER WITH COUNSEL TO ATTACHED JUDGMENT CREDITOR RE: NDA RESTRICTIONS AND ENGAGEMENT WITH POTENTIAL CO-BIDDERS. CALL WITH WEIL AND EVERCORE RE: ALTER EGO CLAIMS, BRIEFING AND ENGAGEMENT WITH SALE PROCESS PARTIES AND ATTACHED JUDGMENT CREDITORS. MEETING WITH WEIL M&A TEAM RE: UPDATES TO STOCK PURCHASE AGREEMENT.	3.00	72619785	6,150.00
01/15/25	Barr, Matt	CALL WITH ADVISORS AND CLIENT (PARTIAL) AND FOLLOW UP.	0.80	72645250	2,060.00
01/15/25	Curtis, Aaron J.	REVIEW AND COMMENT ON REPLY BRIEF ON OPEN MATTERS RE SALE PROCESS.	2.10	72631102	3,622.50

---



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/15/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS THE REPLY BRIEF ON OPEN MATTERS AND DISCOVERY; REVIEW AND RESPOND TO EMAILS RE THE REPLY BRIEF ON OPEN MATTERS.	0.90	72631123	1,552.50
01/15/25	Bentley, Chase A.	ATTEND WEEKLY CALL WITH EVERCORE AND SPECIAL MASTER; EMAILS WITH SPECIAL MASTER AND EVERCORE RE NDAS AND MATERIAL SPA TERMS ETC.	0.80	72645075	1,560.00
01/15/25	Bentley, Chase A.	EMAIL WITH CITGO RE COMMUNICATION PROCESS; EMAIL WITH CITGO RE MARKETING; EMAIL WITH SPSS RE WEEKLY CALL AGENDA.	0.20	72645179	390.00
01/15/25	Bentley, Chase A.	EMAILS AND PHONE CALLS WITH WEIL M&A TEAM RE NDAS; EMAILS AND PHONE CALLS WITH WEIL M&A AND RX TEAMS RE MATERIAL SPA TERMS ETC.	1.10	72645270	2,145.00
01/15/25	Bentley, Chase A.	PHONE CALL AND EMAIL WITH GOLD RESERVE RE NDA AND BIDDING PROCESS.	0.90	72645349	1,755.00
01/15/25	Rubin, Avi	ATTEND CHECK-IN CALL WITH WEIL AND EVR TEAMS; DISCUSS SPA ITEMS WITH WEIL M&A TEAM.	0.40	72622608	554.00
01/15/25	Rubin, Avi	DRAFT AND REVISE UPDATED LONG-FORM BID DRAFT SPA.	3.20	72622620	4,432.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/15/25	Gehrich, Charles	REVIEW RESPONSE BRIEF RE: OPEN ISSUES; CONDUCT RESEARCH IN CONNECTION WITH OPEN ISSUES ANSWERING BRIEF.	0.70	72630938	892.50
01/15/25	Smith, Kara	REVIEW AND REVISE REPLY BRIEF RE OPEN MATTERS IN THE SALE PROCESS.	0.60	72678538	765.00
01/15/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM APPROVALS.	0.40	72638829	510.00
01/15/25	Evans, Emma	DRAFT AND REVISE REPLY ON OPEN MATTERS BRIEFING; CONDUCT RESEARCH AND DRAFT SUMMARY RE: MATERIAL ADVERSE CLAUSES; CORRESPONDENCE RE: REPLY ON OPEN MATTERS; CALL WITH J FRIEDMANN RE: RESEARCH ON MATERIAL ADVERSE CLAUSES.	5.40	72626182	5,778.00
01/15/25	Mackinnon, Josh	CORRESPONDENCE WITH T. KOIVISTOINEN REGARDING NDAS.	1.10	72626228	1,177.00
01/15/25	Mackinnon, Josh	MARK UP BIDDER NDAS AND INCORPORATED T. T. KOIVISTOINEN COMMENTS TO NDAS.	1.30	72626309	1,391.00
01/15/25	Mackinnon, Josh	CORRESPONDENCE WITH EVERCORE REGARDING NDAS.	0.20	72626355	214.00
01/15/25	Roberts, Ian	CORRESPOND WITH C. BENTLEY AND T. OKADA RE DOCKET UPDATE.	0.10	72619471	138.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/15/25	Burrus, Maigreade B.	UPDATE CASE DISTRIBUTION LISTS AND CONFER WITH RX TEAM RE: SAME.	0.50	72639294	755.00
01/15/25	Burrus, Maigreade B.	CALL WITH SPECIAL MASTER AND EVERCORE RE: BUDGET AND COURT SUBMISSION RE: BIDDER PROTECTIONS.	0.20	72639311	302.00
01/16/25	Lender, David J.	REVISE SPECIAL MASTER REPLY BRIEF ON OPEN QS.	0.30	72627823	645.00
01/16/25	Friedmann, Jared R.	CALL WITH SPECIAL MASTER AND SALE PROCESS PARTIES REGARDING PROPOSED SALE PROCEDURES.	1.00	72640497	2,050.00
01/16/25	Friedmann, Jared R.	REVIEW D.LENDER COMMENTS TO DRAFT BRIEF RE: SALES PROCESS ISSUES; FURTHER REVISE DRAFT BRIEF; REVIEW C.BENTLEY COMMENTS TO CITGO'S POSITION ON SALE PROCESS ISSUES; CALL WITH A.CURTIS RE: SAME; CALL WITH C.BENTLEY RE: SAME; REVIEW C.BENTLEY COMMENTS TO DRAFT BRIEF; MEET WITH A.CURTIS RE: SAME; FURTHER REVISE DRAFT BRIEF; REVIEW PROPOSED FINAL BRIEF AND EMAILS WITH TEAM RE: SAME.	1.70	72640524	3,485.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/16/25	Keenan, Eoghan P.	MEET AND CONFER WITH SALE PROCESS PARTIES RE: SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. MEETING WITH WEIL M&A TEAM RE: UPDATES TO LONG-FORM SPA. COORDINATION ON WEIL BUDGET ESTIMATES WITH WEIL RX TEAM.	1.50	72626791	3,075.00
01/16/25	Chan, Herbert	ASSIST K. SMITH REVIEW AND REVISE SPECIAL MASTER'S REPLY BRIEF ON OPEN MATTERS REGARDING THE SALE PROCESS.	2.40	72667385	1,260.00
01/16/25	Barr, Matt	CORRESPONDENCE, MEET WITH TEAM, CALL WITH STAKEHOLDERS AND REVIEW NEXT STEP ISSUES.	1.00	72645443	2,575.00
01/16/25	Curtis, Aaron J.	REVIEW AND COMMENT ON THE REPLY BRIEF RE OPEN MATTERS; REVIEW AND ANALYZE THE REPLY BRIEFS RE OPEN MATTERS; REVIEW AND COMMENT ON THE SUMMARY OF THE REPLY BRIEFS RE OPEN MATTERS.	2.40	72631087	4,140.00
01/16/25	Curtis, Aaron J.	CALL WITH SALE PROCESS PARTIES TO DISCUSS THE SPA MATERIAL TERMS, SALE PROCESS, AND SPECIAL MASTER'S BUDGET.	0.90	72631103	1,552.50

---



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/16/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS THE REPLY BRIEF ON OPEN MATTERS; REVIEW AND RESPOND TO EMAILS RE THE REPLY BRIEF ON OPEN MATTERS RE THE SALE PROCESS.	0.50	72631132	862.50
01/16/25	Bentley, Chase A.	REVIEW AND COMMENT ON SALE NOTICE; EMAIL WITH A. CLARKE RE SAME.	0.50	72645578	975.00
01/16/25	Bentley, Chase A.	ATTEND MEET AND CONFER WITH GOLD RESERVE RE NDA.	0.50	72645610	975.00
01/16/25	Bentley, Chase A.	REVIEW VZ AND CRYSTALLEX BRIEFS RE VZ ISSUES; REVIEW AND COMMENTS ON SPECIAL MASTER REPLY BRIEF RE SAME.	1.70	72645664	3,315.00
01/16/25	Bentley, Chase A.	ATTEND WEEKLY PHONE CALL WITH SALE PROCESS PARTIES; EMAILS RE SAME.	1.00	72645742	1,950.00
01/16/25	Rubin, Avi	REVISE BID DRAFT SPA; INCORPORATE PROVISIONS FROM PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS, AND EVALUATION CRITERIA FILING.	3.10	72623242	4,293.50
01/16/25	Rubin, Avi	ATTEND CALL WITH SPPS AND SPECIAL MASTER; CORRESPONDENCE WITH EVERCORE TEAM REGARDING SPA TERMS.	1.00	72623254	1,385.00
01/16/25	Gehrich, Charles	SUMMARIZE RESPONSE BRIEFS AND SENDING TO SPECIAL MASTER.	1.20	72643175	1,530.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/16/25	Balido, Catherine	REVISE WIP LIST.	0.30	72637736	321.00
01/16/25	Evans, Emma	REVISE REPLY ON OPEN MATTERS BRIEFING; CORRESPONDENCE RE: REPLY ON OPEN MATTERS; REVISE TEAM WIDE TASK AGENDA.	2.70	72626168	2,889.00
01/16/25	Mackinnon, Josh	MARK UP BIDDER NDAS AND INCORPORATE T. KOIVISTOINEN COMMENTS TO NDAS.	2.40	72626245	2,568.00
01/16/25	Mackinnon, Josh	UPDATE WIP LIST; STRATEGY MEETINGS WITH T. KOIVISTOINEN.	0.90	72626288	963.00
01/16/25	Mackinnon, Josh	EMAIL CORRESPONDENCE WITH BIDDERS REGARDING THEIR NDAS.	0.80	72626348	856.00
01/16/25	Roberts, Ian	CORRESPOND WITH C. BENTLEY RE DOCKET.	0.10	72655754	138.50
01/16/25	Conte, Matthew	FINALIZE SALE NOTICE; CORRESPOND WITH A. CLARKE RE: SAME.	1.60	72625993	1,424.00
01/16/25	Burrus, Maigreade B.	ATTEND CALL WITH SPPS AND ATTACHED JUDGMENT CREDITORS RE: BUDGET AND BIDDER PROTECTIONS, SPA TERMS, AND EVALUATION CRITERIA.	1.10	72639338	1,661.00
01/16/25	Burrus, Maigreade B.	REVIEW REPLY BRIEFS RE: JANUARY 1, 2025 ORAL ORDER.	0.50	72639402	755.00



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/16/25	Burrus, Maigreade B.	CONFER WITH C. BALIDO RE: OCTOBER-NOVEMBER FEE REPORT; REVIEW JUNE-SEPTEMBER 2024 REPORTS AND CONFER WITH C. BENTLEY RE: SAME; CONFER WITH C. BALIDO RE: WIP AND REVIEW SAME.	1.90	72639415	2,869.00
01/16/25	Clarke, Andrew	REVIEW AND REVISE SALE NOTICE; EMAILS WITH WEIL TEAM RE: SAME.	0.40	72623125	582.00
01/17/25	Lender, David J.	REVIEW COURT SUBMISSIONS.	0.10	72645302	215.00
01/17/25	Friedmann, Jared R.	MEET AND CONFER WITH SALES PROCESS PARTIES AND ADDITIONAL JUDGMENT CREDITORS RE: PROPOSED SALE PROCESS PROCEDURES.	0.40	72640445	820.00
01/17/25	Friedmann, Jared R.	REVIEW AND ANALYZE REPLY BRIEFS FILED REGARDING OPEN SALE PROCESS ISSUES.	0.50	72640535	1,025.00
01/17/25	Keenan, Eoghan P.	REVIEW DRAFT BRIEFING ON BEHALF OF THE SPECIAL MASTER. REVIEW FILINGS BY ATTACHED JUDGMENT CREDITORS AND SALE PROCESS PARTIES. CALL WITH BIDDER COUNSEL RE: CLOSING CONDITIONS AND MAE STANDARD.	2.00	72631215	4,100.00
01/17/25	Sanford, Kristin	ANALYZE CLEAN TEAM REQUESTS.	0.80	72648915	1,580.00
01/17/25	Barr, Matt	REVIEW OPEN ISSUES, PLEADINGS, OPEN ITEMS, CALL WITH STAKEHOLDERS RE: DISCOVERY AND OTHER ISSUES.	1.00	72645432	2,575.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/17/25	Curtis, Aaron J.	CALL WITH THE ADDITIONAL JUDGMENT CREDITORS TO DISCUSS THE SPA MATERIAL TERMS AND PROPOSED BUDGET.	0.40	72631094	690.00
01/17/25	Curtis, Aaron J.	REVIEW AND COMMENT ON THE SALE NOTICE.	0.50	72631124	862.50
01/17/25	Bentley, Chase A.	REVIEW OBJECTIONS TO JOINT STATUS REPORT.	1.00	72645616	1,950.00
01/17/25	Bentley, Chase A.	REVIEW SALE NOTICE; EMAIL WITH A. CLARKE RE SAME.	0.20	72645625	390.00
01/17/25	Bentley, Chase A.	REVIEW CORRESPONDENCE FROM POTENTIAL BIDDER; PHONE CALL WITH POTENTIAL FINANCING SOURCE.	0.70	72645626	1,365.00
01/17/25	Bentley, Chase A.	COORDINATE CALL WITH SPPS AND ATTACHED JUDGMENT CREDITORS RE MATERIAL SPA TERMS; EMAIL WITH OIEG RE SAME; EMAILS WITH SPPS RE SALE NOTICE.	0.60	72645685	1,170.00
01/17/25	Rubin, Avi	CORRESPONDENCE WITH EVERCORE TEAM REGARDING NDA ITEMS.	0.10	72631802	138.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/17/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A TEAM REGARDING REVISED BID DRAFT SPA; UPDATE AND REVISE BID DRAFT SPA; REVIEW FILINGS REGARDING BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; ATTEND CALL WITH SPPS AND ATTACHED JUDGMENT CREDITORS TO DISCUSS BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	3.20	72631828	4,432.00
01/17/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.40	72660054	150.00
01/17/25	Balido, Catherine	DRAFT SUMMARY OF OBJECTIONS TO BIDDER PROTECTIONS.	1.00	72637762	1,070.00
01/17/25	Mackinnon, Josh	CORRESPONDENCE WITH EVERCORE REGARDING NDAS.	0.10	72639440	107.00
01/17/25	Mackinnon, Josh	UPDATE WIP LIST.	0.10	72639464	107.00
01/17/25	Mackinnon, Josh	INCORPORATE COMMENTS TO NDA.	0.30	72639479	321.00
01/17/25	Mackinnon, Josh	CORRESPONDENCE WITH BIDDER REGARDING NDA.	0.10	72639527	107.00
01/17/25	Koivistoinen, Tanja	ATTEND CALL WITH THE SPPS AND ATTACHED JUDGMENT CREDITORS RE: BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	0.40	72639386	624.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/17/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE WITH NDA PARTY AND EVERCORE RE: CONSENT TO COMMUNICATE WITH OTHER SALES PARTIES; COORDINATE SAME.	0.60	72640151	936.00
01/17/25	Koivistoinen, Tanja	REVIEW OBJECTIONS TO THE BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; DRAFT REVISED BID SPA.	5.70	72640168	8,892.00
01/17/25	Roberts, Ian	REVIEW AND SUMMARIZE OBJECTION BY HUNTINGTON INGALLS.	0.30	72655655	415.50
01/17/25	Conte, Matthew	DRAFT EMAIL TO SPSS RE: SALE NOTICE.	0.50	72642884	445.00
01/17/25	Conte, Matthew	REVIEW AND OUTLINE OBJECTIONS TO SPECIAL MASTER'S 1.14 JOINT STATUS REPORT.	1.30	72643008	1,157.00
01/17/25	Burrus, Maigreade B.	CONFER WITH A. CLARKE RE: DRAFT SALE NOTICE.	0.30	72639296	453.00
01/17/25	Burrus, Maigreade B.	REVIEW SPP AND ATTACHED JUDGMENT CREDITOR OBJECTIONS TO JOINT STATUS REPORT AND SUMMARIZE SAME FOR SPECIAL MASTER.	5.00	72639308	7,550.00
01/17/25	Burrus, Maigreade B.	CONFER WITH M. WINTERHOLLER (EVERCORE) RE: CREDITOR WATERFALL; CONFER WITH C. BENTLEY RE: SAME.	0.50	72639358	755.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/17/25	Burrus, Maigreade B.	MEET AND CONFER WITH ADDITIONAL JUDGMENT CREDITORS AND SALE PROCESS PARTIES RE: BIDDER PROTECTIONS, ETC; CONFER WITH A. YANOS RE: CREDITOR WATERFALL; CONFER WITH SPSS RE: DRAFT SALE NOTICE.	0.90	72639405	1,359.00
01/17/25	Clarke, Andrew	REVIEW AND REVISE SALE NOTICE; MULTIPLE EMAILS WITH WEIL TEAM RE: SAME; DRAFT EMAIL TO SPECIAL MASTER RE: SAME; DRAFT EMAIL TO SALE PROCESS PARTIES RE: SALE NOTICE; REVIEW EMAIL FROM SPECIAL MASTER RE: SALE NOTICE; DRAFT FURTHER EMAIL TO SPECIAL MASTER RE: SALE NOTICE; REVIEW OBJECTIONS TO JOINT STATUS REPORT AND DRAFT SUMMARY OF SAME FOR SPECIAL MASTER.	2.40	72646551	3,492.00
01/18/25	Lender, David J.	REVIEW OBJECTIONS.	0.20	72645329	430.00
01/18/25	Keenan, Eoghan P.	EMAILS WITH C. BENTLEY RE: ISSUES LIST BASED ON COURT FILINGS OF OBJECTIONS TO MATERIAL SPA TERMS, EVALUATION CRITERIA AND BIDDER PROTECTIONS.	0.40	72645993	820.00
01/18/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS RE THE SUMMARY OF DEVELOPMENTS IN THE 2020 LITIGATION.	0.50	72637691	862.50
01/18/25	Curtis, Aaron J.	REVIEW SUMMARY OF OBJECTIONS TO THE SPA MATERIAL TERMS.	0.40	72637890	690.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/18/25	Bentley, Chase A.	EMAIL WITH SPECIAL MASTER AND EVERCORE RE BRIEFING RE MATERIAL SPA TERMS ETC.	0.20	72642393	390.00
01/18/25	Bentley, Chase A.	REVIEW OBJECTIONS TO MATERIAL SPA TERMS LIST.	2.50	72642500	4,875.00
01/18/25	Rubin, Avi	DRAFT ISSUES LIST FOR FILINGS REGARDING BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; INCORPORATE WEIL M&A COMMENTS TO REVISED BID DRAFT SPA.	4.20	72631810	5,817.00
01/18/25	Gehrich, Charles	REVIEW AND SUMMARIZE IMPORTANT FILINGS IN 2020 BONDHOLDERS LITIGATION.	3.30	72643153	4,207.50
01/18/25	Evans, Emma	CORRESPONDENCE RE: 2020 BONDHOLDER CASE DEVELOPMENTS.	0.20	72639060	214.00
01/18/25	Mackinnon, Josh	MARK UP BIDDER NDA.	0.90	72639432	963.00
01/18/25	Koivistoinen, Tanja	DRAFT REVISED BID SPA; PREPARE ISSUES LIST ON OBJECTIONS TO THE BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVIEW REVISED OAKTREE NDA.	4.40	72640156	6,864.00
01/19/25	Friedmann, Jared R.	REVIEW SUMMARY OF COMMENTS/OBJECTIONS TO PROPOSED SALE PROCEDURES; CALL WITH TEAM RE: SAME AND NEXT STEPS.	0.80	72640436	1,640.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/19/25	Keenan, Eoghan P.	MEET WITH WEIL RESTRUCTURING, M&A AND LITIGATION TEAMS RE: RESPONSE TO COURT FILINGS ON FRIDAY RE: MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA; REVISE RESPONSES TO OBJECTIONS RAISED.	1.70	72645719	3,485.00
01/19/25	Curtis, Aaron J.	REVIEW AND COMMENT ON ISSUES LIST FOR THE SPA MATERIAL TERM OBJECTIONS.	0.80	72636724	1,380.00
01/19/25	Bentley, Chase A.	EMAILS WITH GOLD RESERVE RE NDA.	0.10	72642437	195.00
01/19/25	Bentley, Chase A.	PHONE CALL AND EMAILS WITH WEIL TEAM RE BRIEFING FOR MATERIAL SPA TERMS ETC.	0.90	72642455	1,755.00
01/19/25	Bentley, Chase A.	REVIEW AND COMMENT ON BRIEFING RE MATERIAL SPA TERMS ETC.	0.80	72642469	1,560.00
01/19/25	Rubin, Avi	INCORPORATE WEIL M&A COMMENTS TO ISSUES LIST FOR PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; CORRESPONDENCE AND CALL WITH WEIL M&A, WEIL RX AND WEIL LIT TEAMS REGARDING PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	1.10	72640520	1,523.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/19/25	Koivistoinen, Tanja	EMAIL TO SPECIAL MASTER AND EVERCORE TEAMS RE: ISSUES LIST ON OBJECTIONS TO BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	0.20	72640671	312.00
01/19/25	Koivistoinen, Tanja	REVIEW AND REVISE DRAFT ISSUES LIST RE: OBJECTIONS TO BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; INTERNAL CORRESPONDENCE WITH WEIL TEAMS RE: SAME; REVIEW APPROACHES TAKEN IN AMBER ENERGY SPA.	3.10	72640685	4,836.00
01/19/25	Koivistoinen, Tanja	ATTEND INTERNAL CALL WITH WEIL RESTRUCTURING AND LITIGATION TEAMS RE: RESPONSE TO THE OBJECTIONS BY SPPS AND ATTACHED JUDGMENT CREDITORS TO THE BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA.	0.50	72640714	780.00
01/19/25	Burrus, Maigreade B.	REVIEW M&A COMMENTS TO OBJECTIONS TO BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.50	72679174	755.00
01/19/25	Burrus, Maigreade B.	ATTEND CALL WITH WEIL LITIGATION AND M&A RE: RESPONSES TO BIDDER PROTECTION OBJECTIONS.	0.50	72679344	755.00
01/19/25	Clarke, Andrew	EMAILS WITH C. BENTLEY AND M. CONTE RE: SALE NOTICE.	0.10	72647196	145.50



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/19/25	Clarke, Andrew	REVIEW EMAIL FOR N. EIMER RE: SALE NOTICE; REVIEW EMAIL FROM G. GARVEY RE: SALE NOTICE.	0.20	72647333	291.00
01/20/25	Friedmann, Jared R.	CALL WITH EVERCORE AND B.PINCUS RE: PROPOSED BIDDER PROTECTIONS.	1.10	72644774	2,255.00
01/20/25	Keenan, Eoghan P.	MEET WITH SPECIAL MASTER, EVERCORE AND WEIL RE: RESPONSE TO COURT FILINGS ON FRIDAY RE: MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA; REVISED RESPONSES TO OBJECTIONS RAISED.	2.00	72645633	4,100.00
01/20/25	Curtis, Aaron J.	CALL WITH CLIENT AND EVERCORE TO DISCUSS THE OBJECTIONS TO THE SPA MATERIAL TERMS.	1.10	72642238	1,897.50
01/20/25	Bentley, Chase A.	EMAIL WITH HUNTINGON/KOCH RE SPA TERMS; REVIEW EMAIL FROM VZ PARTIES RE SALE NOTICE.	0.20	72641762	390.00
01/20/25	Bentley, Chase A.	REVIEW NDA; EMAIL WITH WEIL M&A RE SAME.	0.30	72641765	585.00
01/20/25	Bentley, Chase A.	PHONE CALL WITH SPECIAL MASTER AND EVERCORE RE MATERIAL SPA TERMS BRIEFING.	1.10	72641768	2,145.00
01/20/25	Bentley, Chase A.	EMAIL AND PHONE CALL WITH GOLD RESERVE RE NDA.	0.30	72641776	585.00
01/20/25	Bentley, Chase A.	REVIEW AND REVISE BRIEFING RE MATERIAL SPA TERMS ETC.	1.10	72641780	2,145.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/20/25	Rubin, Avi	ATTEND CALL WITH EVERCORE AND SPECIAL MASTER TO DISCUSS PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVISE AND INCORPORATE WEIL M&A COMMENTS TO ISSUES LIST; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING ISSUES LIST REVISIONS AND NDA PROVISIONS.	2.80	72646313	3,878.00
01/20/25	Mackinnon, Josh	INCORPORATE COMMENTS TO BIDDER NDA.	0.40	72654180	428.00
01/20/25	Koivistoinen, Tanja	REVISE ISSUES LIST ON BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVIEW AND REVISE OAKTREE NDA.	1.90	72652696	2,964.00
01/20/25	Koivistoinen, Tanja	ATTEND CALL WITH SPECIAL MASTER AND EVERCORE RE: THE ISSUES LIST ON OBJECTIONS TO THE BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	1.00	72652849	1,560.00
01/20/25	Burrus, Maigreade B.	PREPARE BIDDER PROTECTION, MATERIAL SPA TERMS, AND EVALUATION CRITERIA RESPONSE.	6.10	72679217	9,211.00
01/20/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER AND EVERCORE RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	1.10	72679295	1,661.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/20/25	Clarke, Andrew	REVIEW COMMENTS ON SALE NOTICE FROM VENZEULA PARTIES; REVIEW AND REVISE SALE NOTICE; EMAIL TO C. BENTLEY RE: SAME.	0.50	72647257	727.50
01/21/25	Friedmann, Jared R.	CALL WITH EVERCORE RE: STATUS ON MATERIAL SPA TERMS REPLY AND GOLD RESERVE SPECIAL REQUEST.	0.20	72733911	410.00
01/21/25	Friedmann, Jared R.	REVIEW PROPOSED RESPONSE TO THE MATERIAL ADVERSE EFFECT CLAUSE OBJECTION FROM THE VENEZUELA PARTIES AND DRAFT DISCUSSION OF THE ALTER EGO MATTERS; REVIEW PROPOSED EDITS TO SAME AND EMAILS WITH TEAM RE: SAME.	0.30	72734144	615.00
01/21/25	Keenan, Eoghan P.	CALL WITH WEIL RX AND EVERCORE TEAM RE: RESPONSES TO OBJECTIONS FILED WITH THE COURT. REVISE SUMMARY OF BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA. RESPOND TO POTENTIAL BIDDER INQUIRY RE: NDA RESTRICTIONS; REVIEW WEIL RX COMMENTS TO SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	3.50	72649035	7,175.00
01/21/25	Curtis, Aaron J.	REVIEW AND COMMENT ON THE DRAFT OF SUBMISSION RE THE OBJECTIONS TO THE PROPOSED SPA MATERIAL TERMS.	0.40	72651286	690.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/21/25	Bentley, Chase A.	EMAIL AND PHONE CALL WITH HUNTINGTON AND KOCH RE SPA TERMS; PHONE CALL WITH OIEG RE SPA TERMS; EMAILS WITH ATTACHED JUDGMENT CREDITORS RE SAME.	1.30	72680358	2,535.00
01/21/25	Bentley, Chase A.	REVIEW AND REVISE MULTIPLE DRAFTS OF BRIEFING RELATED TO MATERIAL SPA TERMS ETC.	4.50	72680633	8,775.00
01/21/25	Bentley, Chase A.	EMAILS WITH BIDDER RE SPA TERMS.	0.10	72680657	195.00
01/21/25	Bentley, Chase A.	REVIEW COMMENTS TO SALE NOTICE.	0.40	72680720	780.00
01/21/25	Bentley, Chase A.	EMAIL AND PHONE CALL WITH SPECIAL MASTER AND EVERCORE RE SPA; WEEKLY CALL WITH EVERCORE.	0.80	72709533	1,560.00
01/21/25	Rubin, Avi	ATTEND CALL WITH EVERCORE AND WEIL TEAMS; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	1.20	72654472	1,662.00
01/21/25	Rubin, Avi	REVISE AND INCORPORATE WEIL M&A AND WEIL RX COMMENTS TO PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA SUMMARY AND ISSUES LIST; REVIEW DRAFT TABLE FOR FILING.	2.90	72654526	4,016.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/21/25	Rubin, Avi	ATTEND CALL WITH KOCH AND HUNTINGTON INGALLS TO DISCUSS PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; DRAFT AND COORDINATE RESPONSE TO GOLD RESERVE NDA QUESTIONS.	1.10	72654549	1,523.50
01/21/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE AND DISTRIBUTE DOCKET UPDATE.	0.50	72676120	187.50
01/21/25	Mackinnon, Josh	PREPARE EXECUTION VERSION NDA AND COORDINATE SIGNATURE PAGE.	0.20	72654142	214.00
01/21/25	Mackinnon, Josh	COORDINATE WITH TEAM RE: NDAS.	0.30	72654151	321.00
01/21/25	Mackinnon, Josh	CORRESPONDENCE AND CALL WITH BIDDER REGARDING NDA.	0.30	72654211	321.00
01/21/25	Koivistoinen, Tanja	COORDINATE THE FINALIZATION OF NDAS; REVIEW REQUESTS FOR CONSENT FROM BIDDERS TO COMMUNICATE WITH OTHER SALES PARTIES AND COORDINATE SAME; REVIEW DRAFT RESPONSES RE: THE NDA TO THE COUNSEL OF GOLD RESERVE.	0.70	72652763	1,092.00
01/21/25	Koivistoinen, Tanja	ATTEND WEEKLY CALL WITH THE EVERCORE TEAM.	0.30	72652810	468.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/21/25	Koivistoinen, Tanja	REVIEW DRAFT REPLY BRIEF BY THE SPECIAL MASTER AND ITS EXHIBITS; REVISE EXHIBITS (BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA) FOR THE PURPOSES OF THE SPECIAL MASTER'S REPLY BRIEF; REVIEW KOCH PARTIES' OBJECTIONS TO THE SPECIAL MASTER'S BIDDER PROTECTIONS, SPA MATERIAL TERMS SUMMARY AND EVALUATION CRITERIA: REVIEW REPLY BRIEFS FROM SPPS AND ATTACHED JUDGMENT CREDITORS TO THE SPECIAL MASTER JOINT STATUS REPORT FILED ON 1/14.	5.30	72652821	8,268.00
01/21/25	Roberts, Ian	CORRESPOND WITH M. BURRUS RE OBJECTIONS; SUMMARIZE CONOCOPHILLIPS' OBJECTION.	0.40	72651156	554.00
01/21/25	Conte, Matthew	DRAFT SPECIAL MASTER'S RESPONSE TO OBJECTIONS RE: JOINT STATUS REPORT.	9.50	72651195	8,455.00
01/21/25	Burrus, Maigreade B.	PREPARE RESPONSE RE: BIDDER PROTECTIONS; MATERIAL SPA TERMS, AND EVALUATION CRITERIA: REVIEW AND SUMMARIZE ATTACHED JUDGMENT CREDITOR AND SPP RESPONSES TO JOINT STATUS REPORT.	8.80	72679173	13,288.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/21/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER RE: ATTACHED JUDGMENT CREDITOR AND SPP RESPONSES TO OBJECTIONS TO JOINT STATUS REPORT; CONFER WITH EVERCORE RE: BIDDER PROTECTION RESPONSE, NDAS AND DATA ROOM ISSUES.	0.20	72679211	302.00
01/21/25	Burrus, Maigreade B.	MULTIPLE CALLS AND EMAILS WITH M&A TEAM RE: FINALIZATION OF BIDDER PROTECTIONS, ETC. RESPONSE.	3.50	72679268	5,285.00
01/21/25	Clarke, Andrew	REVIEW RESPONSES TO OBJECTIONS FILED BY SALE PROCESS PARTIES; DRAFT SUMMARY OF SAME; EMAILS WITH WEIL TEAM RE: SAME.	2.50	73224651	3,637.50
01/22/25	Lender, David J.	REVIEW RESPONSES TO OBJECTIONS.	0.20	72658425	430.00
01/22/25	Friedmann, Jared R.	REVIEW DRAFT MAE PROVISION AND PROPOSED LITIGATION COMMENTS TO SAME; EMAILS WITH TEAM RE: SAME.	0.40	72683674	820.00
01/22/25	Keenan, Eoghan P.	CALL WITH C. BENTLEY AND COUNSEL TO PROSPECTIVE BIDDER RE: NDA CONSENT REQUIREMENTS. CALL WITH SPECIAL MASTER, EVERCORE AND WEIL RE: BIDDER ENGAGEMENT, RESPONSES TO OBJECTIONS AND SALE PROCESS PARTIES.	1.70	72659249	3,485.00
01/22/25	Barr, Matt	REVIEW OPEN ISSUES FOR FILING, CORRESPONDENCE WITH TEAM RE: SAME, ALL HANDS CALL RE: SAME.	1.00	72676414	2,575.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/22/25	Curtis, Aaron J.	REVIEW AND COMMENT ON THE CHART RE THE BRIEFING ON THE SPA MATERIAL TERMS; REVIEW AND ANALYZE THE CHART RE DAMAGES CALCULATIONS.	2.20	72668349	3,795.00
01/22/25	Curtis, Aaron J.	REVIEW AND RESPOND TO EMAILS RE THE CHART RE THE BRIEFING ON THE SPA MATERIAL TERMS AND THE DAMAGES CALCULATIONS; CALL WITH R. JEAGER TO DISCUSS THE DAMAGES CALCULATIONS.	1.20	72668363	2,070.00
01/22/25	Jaeger, Rebecca	IDENTIFY AND COMPILE DOCUMENTS TO ANSWER EVERCORE'S QUESTIONS REGARDING ATTACHED JUDGMENT CALCULATIONS; DRAFT AND SEND ANSWERS TO A. CURTIS REGARDING ATTACHED JUDGMENT AMOUNTS; CONFER WITH A. CURTIS REGARDING ATTACHED JUDGMENT CALCULATIONS AND RESPONSES TO EVERCORE QUESTIONS.	0.80	72676139	1,164.00
01/22/25	Bentley, Chase A.	REVIEW AND COMMENT ON BRIEF RE SPA TERMS ETC.	0.80	72680475	1,560.00
01/22/25	Bentley, Chase A.	EMAILS WITH EVERCORE RE NDAS; EMAILS WITH SPECIAL MASTER AND EVERCORE RE SPA; WEEKLY PHONE CALLS WITH SPECIAL MASTER.	1.00	72681581	1,950.00
01/22/25	Bentley, Chase A.	MULTIPLE EMAILS AND CALLS WITH WEIL M&A TEAM RE SPA TERMS.	1.30	72681831	2,535.00



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/22/25	Rubin, Avi	CALL WITH WEIL M&A TO DISCUSS PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL M&A REGARDING GOLD RESERVE NDA COMMUNICATIONS.	1.80	72660086	2,493.00
01/22/25	Rubin, Avi	CALL AND CORRESPONDENCE WITH SPECIAL MASTER AND EVERCORE TEAM REGARDING PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	0.50	72660107	692.50
01/22/25	Rubin, Avi	DRAFT AND REVISE COMMENTS TO CHART OF RESPONSES TO SPP OBJECTIONS TO JOINT STATUS REPORT; REVISE AND INCORPORATE WEIL M&A AND WEIL RX COMMENTS TO PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVISE BID DRAFT SPA.	2.50	72660130	3,462.50
01/22/25	Rubin, Avi	REVISE AND CIRCULATE CORRESPONDENCE TO GOLD RESERVE REGARDING NDA ITEMS.	0.30	72660141	415.50
01/22/25	Balido, Catherine	DISCUSS CONFIDENTIAL AGREEMENTS FILING WITH J. MACKINNON.	0.20	72676908	214.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/22/25	Evans, Emma	REVIEW RESPONSES TO SALES PARTY OBJECTIONS RE: MAE.	0.90	72676552	963.00
01/22/25	Mackinnon, Josh	COMMUNICATIONS WITH EVERCORE AND SPECIAL MASTER REGARDING BIDDER COMMUNICATION REQUESTS.	0.20	72658615	214.00
01/22/25	Mackinnon, Josh	INTERNAL COMMUNICATIONS REGARDING NDAS AND BIDDER DISCUSSIONS.	0.70	72658644	749.00
01/22/25	Koivistoinen, Tanja	COORDINATE REQUESTS TO COMMUNICATE FROM THE BIDDERS; RELATED EMAIL CORRESPONDENCE WITH THE WEIL TEAM; REVIEW EMAILS FROM COUNSEL TO GOLD RESERVE RE: INTERPRETATION OF NDA AND EXAMINE PREVIOUS CORRESPONDENCE WITH THE COUNSEL TO GOLD RESERVE RE: THE NDA.	1.10	72666893	1,716.00
01/22/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE WITH EVERCORE RE: BIDDER REQUESTS FOR CONSENTS TO COMMUNICATE WITH OTHER SALE PARTIES; ATTEND WEEKLY STATUS CALL WITH THE SPECIAL MASTER AND EVERCORE TEAM.	1.30	72667232	2,028.00
01/22/25	Koivistoinen, Tanja	REVIEW AND REVISE LONG-FORM BID SPA.	1.60	72667239	2,496.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/22/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON THE SUMMARY CHART OF OBJECTIONS RECEIVED FROM THE SPPS ON THE SPECIAL MASTER JOINT STATUS REPORT FILED ON 1/1; REVIEW AND REVISE THE PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND THE EVALUATION CRITERIA ON THE BASIS OF THE OBJECTIONS.	2.70	72667271	4,212.00
01/22/25	Roberts, Ian	CORRESPOND WITH C. BENTLEY AND B. PINCUS RE CALL.	0.20	72682428	277.00
01/22/25	Conte, Matthew	REVIEW AND REVISE SALE NOTICE.	0.70	72658464	623.00
01/22/25	Conte, Matthew	DRAFT SPECIAL MASTER'S UPDATE TO COURT REGARDING BIDDER PROTECTIONS; CORRESPOND WITH C. BENTLEY AND M. BURRUS RE: SAME.	4.40	72667444	3,916.00
01/22/25	Burrus, Maigreade B.	PREPARE UPDATED PROPOSALS RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	6.20	72679207	9,362.00
01/22/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER AND EVERCORE RE: SPA BRIEFING AND DATA ROOM.	0.30	72679270	453.00
01/22/25	Clarke, Andrew	CONSIDER POSITIONS OF SALE PROCESS PARTIES IN OBJECTIONS TO JOINT STATUS REPORT; DRAFT SUMMARY TABLE RE: SAME; MULTIPLE EMAILS WITH WEIL TEAM RE: SAME.	2.30	72659173	3,346.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/23/25	Friedmann, Jared R.	CALL WITH SPECIAL MASTER AND SALE PROCESS PARTIES RE: OPEN SALES PROCESS ISSUES.	0.70	72683659	1,435.00
01/23/25	Friedmann, Jared R.	REVIEW CORRESPONDENCE FROM PARTIES RE: PERSPECTIVES ON DISCOVERY; MEET WITH A.CURTIS RE: SAME AND NEXT STEPS AND STRATEGY.	0.90	72683680	1,845.00
01/23/25	Keenan, Eoghan P.	CALL WITH WLRK TEAM AND WEIL RX RE: TREATMENT OF ALTER EGO CLAIMS. CALL WITH SALE PROCESS PARTIES, WEIL AND EVERCORE RE: MARKETING UPDATE AND REVISIONS TO THE SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA. CALL WITH COUNSEL TO POTENTIAL BIDDER RE: ALTER EGO CLAIMS AND FINANCING.	2.50	72663933	5,125.00
01/23/25	Barr, Matt	REVIEW MATERIALS, CORRESPONDENCE WITH TEAM, ALL HANDS CALL WITH STAKEHOLDERS AND FOLLOW UP RE: FILINGS.	1.50	72676675	3,862.50
01/23/25	Curtis, Aaron J.	CALL WITH THE SPDS TO DISCUSS THE SALE PROCESS.	0.60	72668310	1,035.00
01/23/25	Curtis, Aaron J.	REVIEW AND COMMENT ON THE SPA MATERIAL TERMS.	0.30	72668335	517.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/23/25	Curtis, Aaron J.	MEET WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS RE THE SPA MATERIAL TERMS, DISCOVERY, AND COMPOUNDING INTEREST.	1.50	72668336	2,587.50
01/23/25	Jaeger, Rebecca	IDENTIFY AND COMPILE RELEVANT DOCUMENTS AND COMMUNICATIONS RELATED TO ATTACHED JUDGMENT CALCULATIONS.	0.20	72676154	291.00
01/23/25	Rubin, Avi	CALLS AND CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS TO DISCUSS PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	0.60	72666415	831.00
01/23/25	Rubin, Avi	REVISE AND INCORPORATE WEIL M&A COMMENTS TO BID DRAFT SPA AND PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	3.20	72666423	4,432.00
01/23/25	Rubin, Avi	CALL AND CORRESPONDENCE WITH EVERCORE TEAM TO DISCUSS SPA ITEMS.	0.40	72666438	554.00
01/23/25	Rubin, Avi	ATTEND CALL WITH SPECIAL MASTER AND SALE PROCESS PARTIES; CORRESPONDENCE WITH EIMER TEAM REGARDING PROPOSED MATERIAL SPA TERMS.	0.70	72666454	969.50
01/23/25	Balido, Catherine	SUMMARIZE REPLIES FOR REVIEW BY SPECIAL MASTER.	1.10	72676943	1,177.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/23/25	Evans, Emma	REVIEW PROPOSED BIDDER PROTECTIONS RE: MAE CLAUSE.	0.30	72676259	321.00
01/23/25	Mackinnon, Josh	CORRESPONDENCE WITH EVERCORE REGARDING NDAS.	0.10	72666382	107.00
01/23/25	Koivistoinen, Tanja	ATTEND CALL WITH THE SALE PROCESS PARTIES RE: THE PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA.	0.80	72665117	1,248.00
01/23/25	Koivistoinen, Tanja	PREPARE FILING OF SPECIAL MASTER RESPONSE TO OBJECTIONS TO BE FILED ON 1/23; REVISE PROPOSED BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA FOR THE PURPOSES OF SAME; EMAIL CORRESPONDENCE AND CALLS RE: SAME WITH THE WEIL TEAMS.	9.80	72665188	15,288.00
01/23/25	Roberts, Ian	REVIEW AND SUMMARIZE RESPONSES BY CRYSTALLEX AND RED TREE.	1.50	72682291	2,077.50
01/23/25	Conte, Matthew	DRAFT SPECIAL MASTER'S UPDATE TO COURT REGARDING BIDDER PROTECTIONS; REVIEW AND SUMMARIZE OBJECTING PARTIES' REPLIES.	5.20	72667414	4,628.00
01/23/25	Mittal, Disha	CONDUCT SECOND LEVEL DOCUMENT REVIEW FOR OUTGOING PRODUCTION.	0.50	72662014	445.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/23/25	Burrus, Maigreade B.	CONFER WITH CONOCO RE: BIDDER PROTECTION ISSUES; CONFER WITH SPPS AND SPECIAL MASTER RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA.	0.40	72679154	604.00
01/23/25	Burrus, Maigreade B.	PREPARE UPDATE TO COURT RE: AMENDED BIDDER PROTECTION, MATERIAL SPA TERMS, AND EVALUATION CRITERIA PROPOSALS; REVIEW REPLIES AND SUMMARIZE SAME.	10.60	72679256	16,006.00
01/23/25	Clarke, Andrew	DRAFT SALE NOTICE; EMAIL C. BENTLEY RE: SAME.	0.40	72662566	582.00
01/23/25	Clarke, Andrew	REVIEW MULTIPLE REPLY FILINGS TO OBJECTIONS TO JANUARY 14, 2025 JOINT STATUS REPORT; DRAFT SUMMARY OF SAME FOR SPECIAL MASTER.	5.80	72662579	8,439.00
01/23/25	Clarke, Andrew	EMAILS WITH WEIL TEAM RE: BIDDER PROTECTIONS AND SPA TERMS.	0.30	72662589	436.50
01/24/25	Friedmann, Jared R.	PREPARE FOR CALL WITH M.KIRTLAND; CALL WITH M.KIRTLAND AND A.CURTIS RE: DISCOVERY ISSUES, INCLUDING WITH RESPECT TO CITGO'S PRIOR REQUESTS, AND NEXT STEPS.	0.50	72683654	1,025.00
01/24/25	Curtis, Aaron J.	CALL WITH GOLD RESERVE'S COUNSEL TO DISCUSS DISCOVERY.	0.50	72668326	862.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/24/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A TEAM REGARDING SPA AND NDA ITEMS.	0.20	72668097	277.00
01/24/25	Rubin, Avi	CORRESPONDENCE WITH EVERCORE TEAM REGARDING SPA AND SCHEDULES ITEMS.	0.20	72668106	277.00
01/24/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM APPROVALS.	0.40	72677405	510.00
01/24/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.60	72676496	225.00
01/24/25	Mackinnon, Josh	COORDINATE NDA EXECUTION VERSION AND SIGNATURES.	0.40	72675213	428.00
01/24/25	Koivistoinen, Tanja	REVIEW REVISED SPA AUCTION DRAFT.	1.00	72674031	1,560.00
01/24/25	Koivistoinen, Tanja	EMAIL CORRESPONDENCE WITH EVERCORE RE: THE FILING OF STEPS CHART; PREPARE RESPONSE TO EVERCORE / GOLD RESERVE REQUEST OF THE TIMING OF THE SPA SCHEDULES.	0.60	72674532	936.00
01/24/25	Burrus, Maigreade B.	CONFER WITH G. GARVEY RE: SALE NOTICE.	0.10	72679239	151.00
01/25/25	Mackinnon, Josh	UPDATE NDA TRACKER.	0.10	72675503	107.00
01/25/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER AND POTTER RE: ATTACHED JUDGMENT CREDITOR INQUIRY RE: PRIORITY.	0.30	72679159	453.00



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/26/25	Sanford, Kristin	ADDRESS CLEAN TEAM QUESTIONS.	0.20	72686853	395.00
01/26/25	Rubin, Avi	REVIEW WEIL M&A COMMENTS TO REVISED BID DRAFT SPA.	0.20	72677779	277.00
01/26/25	Rubin, Avi	CORRESPONDENCE WITH EVERCORE TEAM REGARDING VDR AND Q&A ITEMS.	0.30	72677866	415.50
01/26/25	Rubin, Avi	CORRESPONDENCE WITH WEIL ANTITRUST TEAM AND WEIL M&A TEAM REGARDING CLEAN TEAM Q&A ITEMS.	0.40	72677905	554.00
01/26/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM APPROVALS.	0.50	72678458	637.50
01/27/25	Friedmann, Jared R.	REVIEW AND ANALYZE COURT ORDER ON SALES PROCESS WITH FOCUS ON IMPACT ON DISCOVERY; EMAILS WITH A.CURTIS RE: SAME; CALL WITH RED TREE'S COUNSEL RE: DISCOVERY ISSUES AND COORDINATING SAME.	1.40	72683639	2,870.00
01/27/25	Keenan, Eoghan P.	REVIEW JUDGE STARK'S ORDER RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA. CALL WITH C. BENTLEY RE: SAME. MEET WITH T. KOIVISTOINEN RE: REVISIONS TO LONG-FORM SPA IN RESPONSE TO JUDGE STARK'S ORDER.	2.40	72687415	4,920.00
01/27/25	Curtis, Aaron J.	CALL WITH RED TREE'S COUNSEL TO DISCUSS DISCOVERY.	0.40	72698645	690.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/27/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS WITH THE WEIL TEAM RE DUE DILIGENCE QUESTIONS AND DISCOVERY.	0.70	72698667	1,207.50
01/27/25	Curtis, Aaron J.	REVIEW AND ANALYZE THE DECISION ON OPEN MATTERS RE THE SALE PROCESS.	1.00	72698714	1,725.00
01/27/25	Bentley, Chase A.	MULTIPLE PHONE CALLS AND EMAILS WITH VARIOUS SPDS AND ATTACHED JUDGMENT CREDITORS REGARDING COURT ORDER RE SPA TERMS; PHONE CALLS WITH ATTACHED JUDGMENT CREDITOR RE 2020S.	1.40	72730115	2,730.00
01/27/25	Bentley, Chase A.	EMAILS AND PHONE CALLS WITH WEIL RX AND M&A TEAMS RE COURT ORDER RE SPA TERMS.	1.50	72730281	2,925.00
01/27/25	Bentley, Chase A.	REVIEW COURT ORDER RE SPA TERMS.	1.00	72730292	1,950.00
01/27/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A TEAM REGARDING REVISED BID DRAFT SPA ITEMS; CORRESPONDENCE WITH WEIL RX, WEIL M&A AND WEIL LIT TEAMS REGARDING CLEAN TEAM Q&A RESPONSE ITEMS; REVIEW COURT ORDER RE: PROPOSED BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; REVIEW WEIL M&A COMMENTS TO REVISED BID DRAFT SPA.	2.00	72690132	2,770.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/27/25	Smith, Kara	RESEARCH MATERIALS SHOWING SPECIAL MASTER'S OPENING POSITION RE SHARING Q&AS WITH BIDDER; SEND FILINGS AND PULL RX EDITS TO OPENING BRIEF RE QUESTION ON SPECIAL MASTER'S POSITION ON OPEN MATTERS.	1.30	72720135	1,657.50
01/27/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM APPROVALS; REVIEW AND PROVIDE COMMENTS RE BIDDER CLEAN TEAM AGREEMENT MARKUP.	0.80	72687766	1,020.00
01/27/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.10	72731912	37.50
01/27/25	Balido, Catherine	REVIEW JANUARY 27TH ORDER; PREPARE TABLE OF COURT'S DECISIONS.	3.40	72683804	3,638.00
01/27/25	Evans, Emma	REVIEW JUDGE'S ORDER.	0.20	72721924	214.00
01/27/25	Mackinnon, Josh	LOOK INTO T. KOIVISTOINEN QUESTION REGARDING MARKETING SUMMARIES.	0.20	72709836	214.00
01/27/25	Koivistoinen, Tanja	REVISE BIDDER PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA BASED ON THE COURT ORDER OF JANUARY 27; REVISE SPA TO REFLECT THE COURT ORDER OF JANUARY 27.	2.60	72694563	4,056.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/27/25	Koivistoinen, Tanja	REVIEW COURT ORDER OF JANUARY 27 AND PREVIOUS OBJECTIONS BY THE SPPS/ATTACHED JUDGMENT CREDITORS.	2.20	72694569	3,432.00
01/27/25	Conte, Matthew	RESEARCH DOCKET RE: FINANCING COMMITMENT LETTERS.	3.30	72699594	2,937.00
01/27/25	Burrus, Maigreade B.	REVIEW COURT ORDER RE: BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA AND PREPARE UPDATED CHART REFLECTING THE COURT'S RULINGS.	4.20	72741058	6,342.00
01/27/25	Clarke, Andrew	EMAIL C. BENTLEY RE: SALE NOTICE.	0.10	72687245	145.50
01/27/25	Clarke, Andrew	REVIEW COURT ORDER DATED JANUARY 27, 2025 RE: SALE PROCESS; DRAFT SUMMARY CHART OF RULINGS IN RELATION TO BIDDER PROTECTIONS; DRAFT EMAIL UPDATE TO SPECIAL MASTER RE: SAME.	2.70	72687286	3,928.50
01/27/25	Clarke, Andrew	EMAILS WITH G. GARVEY RE: SALE NOTICE.	0.20	72687298	291.00
01/28/25	Friedmann, Jared R.	CALL WITH A.CURTIS RE: ANALYSIS OF COURT'S ORDER REGARDING RELEVANCE OF VALUATION DISCOVERY AND NEXT STEPS; REVIEW EMAIL FROM CITGO'S COUNSEL RE: SAME.	0.30	72735506	615.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/28/25	Keenan, Eoghan P.	REVISE LONG-FORM SPA TO REFLECT COURT ORDER. EMAILS WITH JONES DAY TEAM RE: LONG-FORM SPA AND ENGAGEMENT ON R&WS AND IOCS.	6.90	72698770	14,145.00
01/28/25	Sanford, Kristin	RESPOND TO CLEAN TEAM REQUESTS; ANALYZE POTENTIAL COMPETITION ISSUES RE BIDDER'S ENERGY PORTFOLIO.	1.90	72700337	3,752.50
01/28/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS RE DISCOVERY.	0.30	72698728	517.50
01/28/25	Bentley, Chase A.	EMAILS WITH WEIL RX AND M&A RE COURT ORDER RE SPA.	0.80	72730141	1,560.00
01/28/25	Bentley, Chase A.	EMAILS WITH SPECIAL MASTER AND EVERCORE RE SPA TERMS.	0.50	72730154	975.00
01/28/25	Bentley, Chase A.	EMAILS AND MULTIPLE PHONE CALLS WITH SPDS AND ATTACHED JUDGMENT CREDITORS REGARDING COURT ORDER RE SPA TERMS; EMAILS AND PHONE CALLS WITH VZ PARTIES RE SALE NOTICE.	1.10	72730157	2,145.00
01/28/25	Rubin, Avi	CALL WITH WEIL M&A TEAM TO DISCUSS SPA ITEMS; CORRESPONDENCE WITH WEIL M&A REGARDING SPA ITEMS; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING R&WS AND IOCS MARKUP; CORRESPONDENCE WITH WEIL M&A REGARDING NDA ITEMS.	1.80	72705677	2,493.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/28/25	Rubin, Avi	REVISE AND INCORPORATE WEIL M&A COMMENTS TO BID DRAFT SPA; PREPARE MARKUP OF SPA R&WS AND IOCS PROVISIONS.	4.70	72705744	6,509.50
01/28/25	Logan, Savannah L.	CORRESPONDENCE RE CLEAN TEAM APPROVALS; REVIEW AND PROVIDE COMMENTS TO CTA MARKUPS; CORRESPONDENCE RE CTA MARKUPS; CONDUCT RESEARCH RE BIDDER OVERLAPS RE CTA COMPLIANCE.	4.30	72707336	5,482.50
01/28/25	Sharma, Sakshi	CORRESPONDENCE WITH M&A RE: 2020 BONDS.	0.40	72699723	624.00
01/28/25	Burrus, Maigreade B.	CONFER WITH M. WINTERHOLLER RE: Q&AS.	0.10	72740949	151.00
01/28/25	Burrus, Maigreade B.	CALL WITH VENEZUALA PARTIES RE: SALE NOTICE.	0.30	72741376	453.00
01/28/25	Clarke, Andrew	EMAILS WITH G. GARVEY RE: SALE NOTICE; ATTEND CALL WITH G. GARVEY, J. PERLA, D. BIRK, C. BENTLEY, AND M. BURRUS RE: SALE NOTICE; REVIEW EMAIL FROM J. PERLA RE: SALE NOTICE.	0.60	72693816	873.00
01/29/25	Margolis, Steven M.	CONFER WITH N. GROSS RE: PURCHASE AGREEMENT AND COURT HEARING; REVIEW EXISTING PURCHASE AGREEMENT, EMPLOYEE ISSUES, 280G ANALYSIS.	0.60	72708552	1,077.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/29/25	Friedmann, Jared R.	REVIEW AND ANALYZE CITGO'S REQUESTS IN LIGHT OF COURT'S ORDER; MEET WITH A.CURTIS RE: SAME AND NEXT STEPS AND STRATEGY.	0.70	72735475	1,435.00
01/29/25	Friedmann, Jared R.	CALL WITH SPECIAL MASTER AND EVERCORE RE: ANALYZE COURT'S ORDER AND STRATEGIZING ON NEXT STEPS.	1.00	72735686	2,050.00
01/29/25	Keenan, Eoghan P.	REVISE LONG-FORM SPA TO REFLECT THE TERMS OF THE COURT'S JANUARY ORDER. WEEKLY CALL WITH SPECIAL MASTER, EVERCORE AND WEIL RE: WORK STREAMS AND TIMING.	5.30	72712504	10,865.00
01/29/25	Wessel, Paul J.	EMAIL CORRESPONDENCE WITH N. GROSS RE: STATUS, 280G.	0.30	72715236	772.50
01/29/25	Sanford, Kristin	ANALYZE CLEAN TEAM REQUESTS.	0.30	72714633	592.50
01/29/25	Barr, Matt	REVIEW FILINGS AND LETTERS, CALL WITH TEAM RE: SAME, CALL WITH ADVISORS RE: NEXT STEPS AND OPEN ITEMS, AND ATTEND TO SAME.	2.80	72737351	7,210.00
01/29/25	Curtis, Aaron J.	MEET WITH J. FRIEDMANN TO DISCUSS THE DOCUMENT REQUESTS; CALL WITH THE CLIENT AND EVERCORE TO DISCUSS THE SPA AND DISCOVERY; REVIEW AND RESPOND TO EMAILS RE DISCOVERY.	2.20	72709635	3,795.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/29/25	Jaeger, Rebecca	REVIEW AND ANALYZE REQUESTS FOR PRODUCTION AND IDENTIFY CORRESPONDING SEARCH TERMS FOR EACH REQUEST.	0.60	72731536	873.00
01/29/25	Bentley, Chase A.	REVIEW AND COMMENT ON DRAFT SPA; REVIEW AND COMMENT ON PROCESS LETTER.	2.70	72730120	5,265.00
01/29/25	Bentley, Chase A.	EMAILS WITH BIDDER RE POTENTIAL FINANCING SOURCE.	0.10	72730161	195.00
01/29/25	Bentley, Chase A.	EMAILS WITH EVERCORE RE DATA ROOM; ATTEND WEEKLY PHONE CALL WITH SPECIAL MASTER AND EVERCORE; PHONE CALLS WITH SPECIAL MASTER RE SPA TERMS AND BIDDER PROTECTIONS; EMAILS RE SAME.	1.80	72730171	3,510.00
01/29/25	Bentley, Chase A.	REVIEW COURT ORDER RE SPA TERMS.	0.60	72730306	1,170.00
01/29/25	Bentley, Chase A.	REVIEW LETTER FROM CITGO RE DISCOVERY; EMAILS RE SAME.	0.20	72730336	390.00
01/29/25	Gross, Nate	CALLS WITH CORPORATE/S.MARGOLIS TO DISCUSS THIS MATTER/NEXT STEPS.	0.40	72714617	554.00



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/29/25	Rubin, Avi	CALLS WITH WEIL M&A TO DISCUSS REVISED BID DRAFT SPA; CALL WITH WEIL M&A TO DISCUSS NDA COMMUNICATION REQUESTS; CALL WITH WEIL ECB TEAM TO DISCUSS SPA PROVISIONS; CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING REVISED BID DRAFT SPA; CORRESPONDENCE WITH WEIL ECB TEAM REGARDING 280G ANALYSIS ITEMS; CORRESPONDENCE WITH WEIL TAX AND BANKING TEAMS REGARDING REVISED BID DRAFT SPA; RESPOND TO WEIL M&A QUESTIONS REGARDING SPA.	2.30	72714872	3,185.50
01/29/25	Rubin, Avi	REVISE, DRAFT AND INCORPORATE WEIL M&A COMMENTS TO BID DRAFT SPA; COORDINATE NDA COMMUNICATION REQUEST ITEMS; DRAFT BIDDER PROTECTIONS SPA PROVISIONS.	6.40	72714886	8,864.00
01/29/25	Rubin, Avi	CALL WITH EVERCORE TO DISCUSS BID INSTRUCTION LETTER; ATTEND CHECK-IN CALL WITH SPECIAL MASTER AND EVERCORE; CORRESPONDENCE WITH SPECIAL MASTER REGARDING REVISED BID DRAFT SPA.	0.90	72714904	1,246.50
01/29/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM REQUESTS AND APPROVALS.	1.80	72716167	2,295.00
01/29/25	Mackinnon, Josh	CORRESPONDENCE REGARDING NDA COMMUNICATIONS REQUEST.	0.20	72708674	214.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/29/25	Mackinnon, Josh	CORRESPONDENCE REGARDING NDA COMMUNICATIONS REQUEST.	0.10	72708678	107.00
01/29/25	Koivistoinen, Tanja	REVIEW WEIL TEAM COMMENTS ON THE SPA AUCTION DRAFT; COORDINATE ON THE REVISIONS TO SAME.	1.60	72730351	2,496.00
01/29/25	Koivistoinen, Tanja	REVIEW Q&A PROCESS AND DISCLOSURE OF PAST AND FUTURE Q&A TO THE BIDDERS; EMAIL CORRESPONDENCE WITH THE WEIL TEAM RE: SAME; REVIEW EVERCORE PROPOSAL ON THE Q&A MECHANICS GOING FORWARD.	1.30	72730508	2,028.00
01/29/25	Koivistoinen, Tanja	ATTEND WEEKLY CALL WITH THE SPECIAL MASTER AND EVERCORE; ATTEND CALL WITH EVERCORE RE: THE Q&A AND RELATED EMAIL CORRESPONDENCE.	0.90	72730609	1,404.00
01/29/25	Koivistoinen, Tanja	DRAFT EMAIL TO CITGO RE: THE UPLOADING OF DOCUMENTS SUPPORTING THE Q&A RESPONSES; EXAMINE THE COURT ORDER FOR THE PURPOSES OF SAME.	0.60	72731022	936.00
01/29/25	Fernandez, Ricardo	REVIEW AND RESPOND TO EMAILS FROM/TO WEIL CORPORATE; REVIEW AND REVISE REVISED BID SPA.	1.10	72712454	1,523.50
01/29/25	Conte, Matthew	CORRESPOND WITH C. BENTLEY RE: FINANCIAL COMMITMENT LETTERS.	0.10	72709859	89.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/29/25	Conte, Matthew	REVIEW AND REVISE INTERNAL COURT CALENDAR.	1.30	72709869	1,157.00
01/29/25	Burrus, Maigreade B.	CONFER WITH SPECIAL MASTER, EVERCORE AND WEIL RE: SALE PROCESS.	1.00	72741228	1,510.00
01/29/25	Burrus, Maigreade B.	REVIEW PROCESS LETTER DRAFT.	0.40	72741242	604.00
01/30/25	Margolis, Steven M.	VARIOUS CONF. AND CORRESPONDENCE WITH P. WESSEL, N. GROSS AND A. RUBIN RE: NEW TRANSACTION, 280G ISSUES.	0.20	72718323	359.00
01/30/25	Friedmann, Jared R.	MEET AND CONFER WITH SALE PROCESS PARTIES; CALL WITH WACHTELL RE: SALES PROCESS AND DISCOVERY.	1.00	72735483	2,050.00
01/30/25	Friedmann, Jared R.	CALL WITH M.KIRTLAND AND A.CURTIS RE: CITGO'S DISCOVERY DEMANDS AND NEXT STEPS RE: DOCUMENT PRODUCTION IN LIGHT OF COURT'S RULING.	0.50	72735548	1,025.00
01/30/25	Keenan, Eoghan P.	WEEKLY CALL WITH SALE PROCESS PARTIES, WEIL, SPECIAL MASTER AND EVERCORE; CALL WITH CONOCO, WLRK AND WEIL; REVISE LONG-FORM SPA; REVISE BID PROCESS LETTER.	4.50	72720082	9,225.00
01/30/25	Ramos, Christina	CALLS WITH M&A TEAM; REVIEW AND UPDATE APA.	2.10	72719660	3,622.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/30/25	Curtis, Aaron J.	MEET WITH J. FRIEDMANN TO DISCUSS DISCOVERY; REVIEW AND RESPOND TO EMAILS RE DISCOVERY.	1.00	72740757	1,725.00
01/30/25	Curtis, Aaron J.	CALL WITH THE SPPS TO DISCUSS THE MARKETING PROCESS.	0.30	72741258	517.50
01/30/25	Bodoh, Devon	REVIEW AND REVISE TAX SECTIONS OF SPA; FOLLOW UP REGARDING SAME WITH WEIL TAX TEAM.	3.60	72738325	9,270.00
01/30/25	Dulcey, Alfonso J.	REVIEW REVISED SPA; DISCUSS CHANGES WITH WEIL TEAMS.	1.60	72720411	3,192.00
01/30/25	Bentley, Chase A.	EMAILS WITH BIDDER COUNSEL RE SPA; PHONE CALLS RE SAME.	0.50	72730112	975.00
01/30/25	Bentley, Chase A.	EMAILS AND PHONE CALLS WITH ATTACHED JUDGMENT CREDITORS RE SPA TERMS; WEEKLY PHONE CALL WITH SPPS; EMAILS WITH VZ RE SALE NOTICE.	1.10	72730207	2,145.00
01/30/25	Bentley, Chase A.	EMAILS WITH WEIL TEAM RE NDAS; EMAILS WITH WEIL AND SPECIAL MASTER RE SPA AND PROCESS LETTER; EMAIL WITH EVERCORE RE PROCESS LETTER.	1.00	72730254	1,950.00
01/30/25	Bentley, Chase A.	REVIEW R&WS; REVIEW AND COMMENT ON SPA; REVIEW AND COMMENT ON PROCESS LETTER.	1.50	72730330	2,925.00
01/30/25	Gross, Nate	CALL WITH P.WESSEL RE: MATTER.	0.20	72740505	277.00

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/30/25	Rubin, Avi	ATTEND CALLS WITH SALE PROCESS PARTIES; CORRESPONDENCE WITH SALE PROCESS PARTIES REGARDING SPA R&WS AND IOCS PROVISIONS; CORRESPONDENCE WITH JONES DAY TEAM REGARDING 280G ITEMS.	1.70	72720525	2,354.50
01/30/25	Rubin, Avi	CALLS WITH WEIL BANKING TEAM TO DISCUSS SPA ITEMS; DISCUSS SPA PROVISIONS WITH WEIL M&A; CORRESPONDENCE WITH WEIL M&A REGARDING BIDDER PROTECTIONS, MATERIAL SPA TERMS AND EVALUATION CRITERIA; CORRESPONDENCE WITH WEIL RX AND WEIL M&A TEAMS REGARDING SPA R&WS AND IOCS PROVISIONS; CORRESPONDENCE WITH WEIL BANKING, CAPITAL MARKETS AND TAX TEAMS REGARDING SPA ITEMS; CORRESPONDENCE WITH WEIL ECB TEAM REGARDING 280G ITEMS.	2.50	72720563	3,462.50
01/30/25	Rubin, Avi	CORRESPONDENCE WITH SPECIAL MASTER REGARDING 280G ITEMS.	0.20	72720586	277.00
01/30/25	Rubin, Avi	REVISE BID DRAFT SPA; INCORPORATE WEIL M&A, WEIL BANKING AND WEIL TAX COMMENTS TO SPA.	3.30	72720604	4,570.50
01/30/25	Agbi, Theo	REVISE SPA INTO REMOVE TAX FROM PURCHASE PRICE MECHANICS.	7.10	72735484	9,052.50

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/30/25	Smith, Kara	COORDINATE SEARCH OF TERMS WITH VENDOR AND SEND RESULTS OF SAME TO A. CURTIS; PULL SPECIAL MASTER APPOINTMENT ORDER FOR A. CURTIS AND COORDINATE WITH VENDORS TO RUN TARGETED SEARCHES.	0.80	72720073	1,020.00
01/30/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM REQUESTS; REVIEW AND PROVIDE COMMENTS ON BIDDER CLEAN TEAM REQUESTS.	1.50	72723938	1,912.50
01/30/25	Sharma, Sakshi	CORRESPONDENCE RE: SPA.	0.30	72737812	468.00
01/30/25	Evans, Emma	CORRESPONDENCE RE: DOCUMENT PRODUCTION TO CITGO, MARKETING LOG.	0.30	72722009	321.00
01/30/25	Mackinnon, Josh	UPDATE NDA TRACKER.	0.10	72730503	107.00
01/30/25	Koivistoinen, Tanja	ATTEND WEEKLY STATUS CALL WITH THE SPECIAL MASTER AND THE SPSPS; EMAIL CITGO RE: THE DATA ROOM DOCUMENTS TO BE UPLOADED PURSUANT TO THE COURT ORDER OF 1/27.	0.90	72725788	1,404.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/30/25	Koivistoinen, Tanja	REVIEW AND COMMENT ON THE PROCESS LETTER PREPARED BY EVERCORE; EMAIL CORRESPONDENCE RE: SAME WITH THE WEIL RESTRUCTURING TEAM; REVIEW R&W AND IOC SECTION OF THE SPA TO BE SENT TO CITGO; REVIEW AND REVISE COURT-APPROVED BID PROTECTIONS, SPA MATERIAL TERMS AND EVALUATION CRITERIA; EMAIL CORRESPONDENCE RE: SAME WITH THE WEIL RESTRUCTURING TEAM.	3.60	72725801	5,616.00
01/30/25	Koivistoinen, Tanja	REVIEW AND UPDATE WEIL WIP TASK LIST.	0.30	72731225	468.00
01/30/25	Fernandez, Ricardo	REVIEW AND RESPOND TO EMAILS FROM/TO WEIL TAX/CORPORATE TEAMS; REVIEW AND REVISE BID DRAFT SPA; REVIEW PREVIOUS DRAFTS OF SPA; RESEARCH DEAL MECHANICS; CALLS WITH T. AGBI TO DISCUSS; CALL WITH WEIL TAX TEAM TO DISCUSS.	6.90	72721629	9,556.50
01/30/25	Conte, Matthew	REVIEW AND UPDATE WIP TASK LIST; CORRESPOND WITH M. BURRUS AND WEIL M&A TEAM RE: SAME.	2.60	72724673	2,314.00
01/30/25	Conte, Matthew	AMEND SPO AND BIDDING PROCEDURES; CORRESPOND WITH M. BURRUS RE: SAME.	0.20	72724694	178.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/30/25	Burrus, Maigreade B.	REVIEW M&A EDITS TO BIDDER PROTECTIONS, MATERIAL SPA TERMS, AND EVALUATION CRITERIA IN LIGHT OF JANUARY 27 COURT ORDER; REVIEW PROCESS LETTER AND CONFER WITH T. KOIVISTOINEN RE: PROPOSED AMENDMENTS TO SAME.	1.80	72741006	2,718.00
01/30/25	Burrus, Maigreade B.	ATTEND WEEKLY CALL WITH THE SALE PROCESS PARTIES.	0.40	72741048	604.00
01/30/25	Burrus, Maigreade B.	MULTIPLE COMMUNICATIONS WITH WEIL TEAM RE: DATA ROOM AND COMPLIANCE WITH JANUARY 27 ORDER.	0.50	72741246	755.00
01/30/25	Clarke, Andrew	EMAILS WITH WEIL TEAM RE: SALE NOTICE; MULTIPLE EMAILS WITH STRETTO TEAM RE: SALE NOTICE.	0.40	72715086	582.00
01/30/25	Clarke, Andrew	REVIEW VARIOUS EMAILS FROM EVERCORE RE: MARKETING PROCESS.	0.20	72715190	291.00



---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/31/25	Friedmann, Jared R.	EMAILS WITH A.CURTIS RE: VOLUME OF DOCUMENTS TO BE REVIEW FOR DOCUMENTS RESPONSIVE TO BIDDER AGNOSTIC REQUESTS BY CITGO; CALL WITH M.KIRTLAND AND A.CURTIS RE: DISCOVERY ISSUES IN LIGHT OF COURT'S RULING; CALL WITH D.LENDER RE: N.EIMER REACH OUT REGARDING STATUS OF DISCOVERY; CALL WITH A.CURTIS RE: SAME AND NEXT STEPS INCLUDING DOCUMENT REVIEW, PROTECTIVE ORDER AND PRIVILEGE LOG; EMAIL CITGO'S COUNSEL AND ALL SALES PROCESS PARTIES RE: ANTICIPATED NEXT STEPS RE: DISCOVERY, INCLUDING INITIAL DOCUMENT PRODUCTION; EMAILS WITH TEAM RE: DOCUMENT REVIEW PROCESS; EMAILS WITH TEAM RE: NEED TO FILE PROTECTIVE ORDER ON THE DOCKET.	1.60	72735642	3,280.00
01/31/25	Keenan, Eoghan P.	CALL WITH ADDITIONAL JUDGMENT CREDITORS AND C. BENTLEY RE: ALTER EGO, DEPOSIT AND DISCLOSURE SCHEDULE TIMING. REVIEW UPDATES TO SUMMARY OF MATERIAL SPA TERMS, BIDDER PROTECTIONS AND EVALUATION CRITERIA.	2.30	72724786	4,715.00
01/31/25	Wessel, Paul J.	CONFERENCE WITH N. GROSS RE: STATUS, 280G UPDATE.	0.20	72740753	515.00
01/31/25	Curtis, Aaron J.	CALL WITH GOLD RESERVE TO DISCUSS DISCOVERY.	0.30	72741464	517.50

---

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process

67816.0003

2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/31/25	Curtis, Aaron J.	CALL WITH J. FRIEDMANN TO DISCUSS DISCOVERY; CALLS WITH E. EVANS TO DISCUSS DOCUMENT REVIEW; REVIEW AND RESPOND TO EMAILS RE: DISCOVERY.	1.00	72741476	1,725.00
01/31/25	Bodoh, Devon	REVIEW SPA FOR TAX ISSUES; FOLLOW UP REGARDING SAME.	3.10	72738271	7,982.50
01/31/25	Bentley, Chase A.	EMAILS AND PHONE CALL WITH ATTACHED JUDGMENT CREDITORS RE SPA TERMS.	0.60	72730247	1,170.00
01/31/25	Bentley, Chase A.	REVIEW AND COMMENT ON SPA.	0.40	72730295	780.00
01/31/25	Rubin, Avi	CORRESPONDENCE WITH WEIL M&A AND WEIL RX TEAMS REGARDING SPA AND NDA ITEMS.	0.30	72724632	415.50
01/31/25	Rubin, Avi	CORRESPONDENCE WITH JONES DAY TEAM REGARDING SPA R&WS AND IOCS ITEMS.	0.30	72724650	415.50
01/31/25	Logan, Savannah L.	CORRESPONDENCE RE BIDDER CLEAN TEAM REQUESTS AND APPROVALS.	1.00	72724791	1,275.00
01/31/25	Okada, Tyler	REVIEW RECENTLY FILED PLEADINGS, PREPARE UPDATED DOCKET SCHEDULE FOR TEAM REVIEW.	0.20	72732057	75.00
01/31/25	Evans, Emma	CORRESPONDENCE RE: DOCUMENT REVIEW OF BIDDER AGNOSTIC DOCUMENTS.	1.40	72726922	1,498.00
01/31/25	Mackinnon, Josh	PREPARE EXECUTION VERSION CTA.	0.20	72730418	214.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED SERVICES**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative</u>	<u>Hours</u>	<u>Index</u>	<u>Amount</u>
01/31/25	Koivistoinen, Tanja	REVIEW TIMING OF BIDDERS MAKING THE GOOD FAITH DEPOSIT; REVIEW SPO AND PRECEDENTS FOR THE PURPOSES OF SAME; EMAIL CORRESPONDENCE RE: SAME WITH THE WEIL TEAMS.	1.90	72725773	2,964.00
01/31/25	Koivistoinen, Tanja	EMAIL EVERCORE RE: DATA ROOM DOCUMENTS UPLOADED INTO THE DATA ROOM.	0.20	72725809	312.00
01/31/25	Koivistoinen, Tanja	EMAIL JONES DAY TEAM RE: THE UPLOAD OF DATA ROOM DOCUMENTS; REVIEW RESPONSE RE: THE SCOPE OF DOCUMENTS UPLOADED TO ALL BIDDERS IN RESPONSE TO Q&A RESPONSES.	0.30	72725839	468.00
01/31/25	Conte, Matthew	AMEND SPO AND BIDDING PROCEDURES; MEET WITH M. BURRUS RE: SAME.	5.20	72724695	4,628.00
01/31/25	Burrus, Maigreade B.	REVIEW SPO; CONFER WITH M. CONTE RE: EDITS TO UPDATE SPO; REVIEW POTENTIAL PUBLICATION SOURCES FOR SALE NOTICE AND CONFER WITH C. BENTLEY RE: SAME.	4.80	72741123	7,248.00
01/31/25	Clarke, Andrew	EMAILS WITH STRETTO TEAM RE: PUBLICATION NOTICE; EMAILS WITH WEIL TEAM RE: SAME.	0.20	72722599	291.00
<b>Total Fees Due</b>			<b>893.20</b>		<b>\$1,387,793.50</b>

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/02/25	Okada, Tyler COMPUTERIZED RESEARCH PAYEE: FILE & SERVEXPRESS, LLC (49681-01); INVOICE#: 202412062703701; DATE: 1/2/2025 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - DECEMBER 2024; ALERT FEE	H060	42364499	20.00
01/29/25	Barahona, Philip COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3095540021; DATE: 12/31/2024 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK DECEMBER 2024.	H060	42377726	55.24
01/29/25	Evans, Emma COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3095540021; DATE: 12/31/2024 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK DECEMBER 2024.	H060	42377392	0.29
01/29/25	Lucevic, Almir COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3095540021; DATE: 12/31/2024 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK DECEMBER 2024.	H060	42377605	9.67
01/29/25	SanGiovanni, Giana COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3095540021; DATE: 12/31/2024 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK DECEMBER 2024.	H060	42377620	9.67

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/29/25	SanGiovanni, Giana COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3095540021; DATE: 12/31/2024 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK DECEMBER 2024.	H060	42377665	0.58
<b>SUBTOTAL DISB TYPE H060:</b>				<b>\$95.45</b>
01/07/25	Lender, David J. FIRM MESSENGER SERVICE PAYEE: SKYLINE CREDIT SERVICES LLC (12217-02); INVOICE#: 6179091; DATE: 12/20/2024 - TAXI CHARGES FOR 2024-12-20 INVOICE #6179091XT243218 DAVID J LENDER 0420 RIDE DATE: 2024-12-11 FROM: 767 5TH AVE, MANHATTAN, NY TO: MANHATTAN, NY RIDE TIME: 14:10	H073	42356017	53.59
<b>SUBTOTAL DISB TYPE H073:</b>				<b>\$53.59</b>
01/06/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-207; DATE: 1/12/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-06 AT 6:45 PM	H080	42365485	40.00
01/08/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-207; DATE: 1/12/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-08 AT 6:20 PM	H080	42365449	40.00
01/09/25	Rubin, Avi MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-207; DATE: 1/12/2025 - SEAMLESS MEALS EXPENSE BY AVI RUBIN ON 2025-01-09 AT 6:35 PM	H080	42365293	40.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/09/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-207; DATE: 1/12/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-09 AT 6:55 PM	H080	42365359	40.00
01/13/25	Rubin, Avi MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-208; DATE: 1/19/2025 - SEAMLESS MEALS EXPENSE BY AVI RUBIN ON 2025-01-13 AT 6:20 PM	H080	42375535	40.00
01/14/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-208; DATE: 1/19/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-14 AT 6:15 PM	H080	42375527	40.00
01/15/25	Rubin, Avi MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-208; DATE: 1/19/2025 - SEAMLESS MEALS EXPENSE BY AVI RUBIN ON 2025-01-15 AT 6:20 PM	H080	42375588	40.00
01/16/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-208; DATE: 1/19/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-16 AT 6:10 PM	H080	42375465	40.00
01/21/25	Clarke, Andrew MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-209; DATE: 1/26/2025 - SEAMLESS MEALS EXPENSE BY ANDREW CLARKE ON 2025-01-21 AT 6:41 PM	H080	42378053	40.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/21/25	Roberts, Ian MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-209; DATE: 1/26/2025 - SEAMLESS MEALS EXPENSE BY IAN ROBERTS ON 2025-01-21 AT 6:20 PM	H080	42378186	40.00
01/21/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-209; DATE: 1/26/2025 - SEAMLESS MEALS EXPENSE BY TANJA KOIVISTOINEN ON 2025-01-21 AT 6:10 PM	H080	42378147	40.00
01/22/25	Burrus, Maigreade B. MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-209; DATE: 1/26/2025 - SEAMLESS MEALS EXPENSE BY MAIGREADE BURRUS ON 2025-01-22 AT 8:20 PM	H080	42378100	36.51
01/22/25	Conte, Matthew MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-209; DATE: 1/26/2025 - SEAMLESS MEALS EXPENSE BY MATTHEW CONTE ON 2025-01-22 AT 7:20 PM	H080	42378213	35.85
01/27/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY TANJA KOIVISTOINEN ON 2025-01-27	H080	42385103	40.00
01/29/25	Rubin, Avi MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY AVI RUBIN ON 2025-01-29 AT 6:20 PM	H080	42385143	40.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/29/25	Keenan, Eoghan P. MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY EOGHAN KEENAN ON 2025-01-29 AT 7:00 PM	H080	42384905	35.74
01/30/25	Keenan, Eoghan P. MEALS - LEGAL O/T NVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY EOGHAN KEENAN ON 2025-01-30 AT 7:27 PM	H080	42384873	40.00
01/31/25	Koivistoinen, Tanja MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY TANJA KOIVISTOINEN ON 2025-01-31 AT 7:00 PM	H080	42385083	40.00
01/31/25	Rubin, Avi MEALS - LEGAL O/T INVOICE#: WYVHL8-L1-210; DATE: 2/2/2025 - SEAMLESS MEALS BY AVI RUBIN ON 2025-01-31 AT 7:05 PM	H080	42384898	36.99
<b>SUBTOTAL DISB TYPE H080:</b>				<b>\$745.09</b>
01/09/25	Bentley, Chase A. TRAVEL PAYEE: UBER TECHNOLOGIES, INC (47404-01); INVOICE#: 100114; DATE: 1/1/2025 - TAXI CHARGES FOR 2025-01-01 INVOICE #100114 STATEMENT #07A0D115269 CHASE A BENTLEY G067 RIDE DATE: 2024-12-13 FROM: 422 DELAWARE AVE, WILMINGTON, DE TO: 600 N KING ST, WILMINGTON, DE RIDE TIME: 07:36	H160	42358540	14.41



Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/27/25	Bentley, Chase A. TRAVEL INVOICE#: CREX7171691501271303; DATE: 1/27/2025 - PARKING, DEC 12, 2024 - PARKING AT STAMFORD TRANSPORTATION GARAGE FOR TRIP TO WILMINGTON, DE	H160	42372286	18.00
<b>SUBTOTAL DISB TYPE H160:</b>				<b>\$32.41</b>
01/09/25	Mackinnon, Josh TRANSPORTATION - LEGAL/OVERTIME PAYEE: UBER TECHNOLOGIES, INC (47404-01); INVOICE#: 100114; DATE: 1/1/2025 - TAXI CHARGES FOR 2025-01-01 INVOICE #100114 STATEMENT #07A0D115115 JOSH MACKINNON H494 RIDE DATE: 2024-12-05 FROM: 767 5TH AVE, NEW YORK, NY TO: NEW YORK, NY RIDE TIME: 20:59	H163	42358242	89.74
01/09/25	Keenan, Eoghan P. TRANSPORTATION - LEGAL/OVERTIME PAYEE: UBER TECHNOLOGIES, INC (47404-01); INVOICE#: 100114; DATE: 1/1/2025 - TAXI CHARGES FOR 2025-01-01 INVOICE #100114 STATEMENT #07A0D115188 EOGHAN P KEENAN 5284 RIDE DATE: 2024-12-10 FROM: 767 5TH AVE, NEW YORK, NY TO: NEW YORK, NY RIDE TIME: 00:35	H163	42358374	48.11
01/09/25	Burrus, Maigreade B. TRANSPORTATION - LEGAL/OVERTIME PAYEE: UBER TECHNOLOGIES, INC (47404-01); INVOICE#: 100114; DATE: 1/1/2025 - TAXI CHARGES FOR 2025-01-01 INVOICE #100114 STATEMENT #07A0D115117 MAGGIE BURRUS I493 RIDE DATE: 2024-12-05 FROM: 767 5TH AVE, NEW YORK, NY TO: NEW YORK, NY RIDE TIME: 21:31	H163	42358312	80.48

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/09/25	Keenan, Eoghan P. TRANSPORTATION - LEGAL/OVERTIME PAYEE: UBER TECHNOLOGIES, INC (47404-01); INVOICE#: 100114; DATE: 1/1/2025 - TAXI CHARGES FOR 2025-01-01 INVOICE #100114 STATEMENT #07A0D115276 EOGHAN P KEENAN 5284 RIDE DATE: 2024-12-16 FROM: 767 5TH AVE, NEW YORK, NY TO: NEW YORK, NY RIDE TIME: 20:04	H163	42358330	48.78
01/23/25	Conte, Matthew TRANSPORTATION - LEGAL/OVERTIME INVOICE#: CREX7184791901231302; DATE: 1/23/2025 - OVERTIME TAXI/CAR, JAN 22, 2025 - TAXI HOME FROM OFFICE.	H163	42370358	39.33
<b>SUBTOTAL DISB TYPE H163:</b>				<b>\$306.44</b>
01/31/25	Barr, Matt TRANSPORTATION - LOCAL MEETING INVOICE#: CREX7200781302031310; DATE: 2/3/2025 - TAXI, JAN 29, 2025 - CAR HOME FROM OFFICE	H165	42379166	195.00
<b>SUBTOTAL DISB TYPE H165:</b>				<b>\$195.00</b>
01/07/25	WGM, Firm DUPLICATING 5 COLOR PRINT(S) MADE BETWEEN 01/07/2025 AND 01/07/2025	S011	42356289	2.50
01/09/25	WGM, Firm DUPLICATING 32 COLOR PRINT(S) MADE BETWEEN 01/09/2025 AND 01/09/2025	S011	42362343	16.00

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/20/25	WGM, Firm DUPLICATING 118 COLOR PRINT(S) MADE BETWEEN 01/20/2025 AND 01/20/2025	S011	42367086	59.00
01/27/25	WGM, Firm DUPLICATING 134 COLOR PRINT(S) MADE BETWEEN 01/27/2025 AND 01/27/2025	S011	42374540	67.00
<b>SUBTOTAL DISB TYPE S011:</b>				<b>\$144.50</b>
01/30/25	Keenan, Eoghan P. 3 RING BINDER 1" TO 3" 1 _US SPIRAL BINDING ON 01/30/2025 6:01PM	S019	42381845	3.00
<b>SUBTOTAL DISB TYPE S019:</b>				<b>\$3.00</b>
01/15/25	Mackinnon, Josh COMPUTERIZED RESEARCH INTELLIGIZE USAGE REPORT - DECEMBER 2024	S061	42376017	119.36
01/15/25	Mackinnon, Josh COMPUTERIZED RESEARCH INTELLIGIZE USAGE REPORT - DECEMBER 2024	S061	42376059	6.03
01/17/25	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366644	41.10
01/17/25	Balido, Catherine COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366668	63.10

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/17/25	Curtis, Aaron J. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366591	7.70
01/17/25	SanGiovanni, Giana COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366544	72.60
01/17/25	Stauble, Christopher A. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366701	4.60
01/17/25	Gehnrich, Charles COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366521	24.20
01/17/25	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - DECEMBER 2024	S061	42366562	480.80
01/21/25	Gehnrich, Charles COMPUTERIZED RESEARCH NY WESTLAW - GEHNRICH,CHARLES 12/07/2024 TRANSACTIONS: 21	S061	42368774	197.64
01/21/25	Mackinnon, Josh COMPUTERIZED RESEARCH NY WESTLAW - MACKINNON,JOSH 12/30/2024 TRANSACTIONS: 4	S061	42368706	151.95
01/21/25	Jaeger, Rebecca COMPUTERIZED RESEARCH NY WESTLAW - JAEGER,REBECCA 12/12/2024 TRANSACTIONS: 75	S061	42368017	478.97

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/21/25	SanGiovanni, Giana COMPUTERIZED RESEARCH MIAMI WESTLAW - SANGIOVANNI, GIANA 12/07/2024 TRANSACTIONS: 12	S061	42367597	216.70
01/21/25	Conte, Matthew COMPUTERIZED RESEARCH NY WESTLAW - CONTE, MATTHEW 12/06/2024 TRANSACTIONS: 21	S061	42368053	425.75
01/21/25	Balido, Catherine COMPUTERIZED RESEARCH NY WESTLAW - BALIDO, CATHERINE 12/06/2024 TRANSACTIONS: 26	S061	42367941	836.27
01/21/25	Jaeger, Rebecca COMPUTERIZED RESEARCH NY WESTLAW - JAEGER, REBECCA 12/11/2024 TRANSACTIONS: 6	S061	42368263	106.44
01/21/25	SanGiovanni, Giana COMPUTERIZED RESEARCH MIAMI WESTLAW - SANGIOVANNI, GIANA 12/12/2024 TRANSACTIONS: 79	S061	42367595	877.18
<b>SUBTOTAL DISB TYPE S061:</b>				<b>\$4,110.39</b>
01/27/25	Bentley, Chase A. COMPUTERIZED RESEARCH NEWSWIRE SERVICE - DECEMBER 2024 FOR CITGO NEWS ALERT (CUSTOM)	S064	42373152	85.00
01/27/25	Logan, Savannah L. COMPUTERIZED RESEARCH NEWSWIRE SERVICE - DECEMBER 2024 FOR CITGO / BANKRUPTCY SALE	S064	42373178	85.00
<b>SUBTOTAL DISB TYPE S064:</b>				<b>\$170.00</b>

Robert B. Pincus, Special Master - Citgo Restructuring and M&A Process  
67816.0003  
2025003012

**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
01/07/25	WGM, Firm DUPLICATING 89 PRINT(S) MADE BETWEEN 01/06/2025 AND 01/07/2025	S117	42356464	13.35
01/21/25	WGM, Firm DUPLICATING 68 PRINT(S) MADE BETWEEN 01/21/2025 AND 01/21/2025	S117	42367344	10.20
01/27/25	WGM, Firm DUPLICATING 104 PRINT(S) MADE BETWEEN 01/23/2025 AND 01/27/2025	S117	42374816	15.60
<b>SUBTOTAL DISB TYPE S117:</b>				<u><b>\$39.15</b></u>
<b>TOTAL DISBURSEMENTS</b>				<u><b>\$5,895.02</b></u>

**EVERCORE GROUP LLC** #: 39942

April 24, 2025

Invoice No. 14047

CITGO Petroleum Corporation  
Robert B. Pincus, In his capacity as Special Master of the U.S. District Court for the District of Delaware  
108 Rockford Grove Lane  
Wilmington, DE 19806  
United States of America

Attention: Robert B. Pincus

**INVOICE**

Evercore Fee(s) pursuant to the Engagement Letter dated March 15, 2023:

## Fees Due:

Monthly Fee payable January 15, 2025	200,000.00
--------------------------------------	------------

Total Fees Due:	200,000.00
-----------------	------------

## Out-of-Pocket Expenses:

Travel, Professional, Research	4,754.59
--------------------------------	----------

DataSite Invoice	106,600.00
------------------	------------

Total Out-of-Pocket Expenses:	111,354.59
-------------------------------	------------

Total Amount Due and Payable Upon Receipt	<b>\$311,354.59</b>
---	---------------------

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

/cm

[REDACTED]

Potter Anderson & Corroon LLP  
1313 North Market Street  
P.O. Box 951  
Wilmington, DE 19899-0951  
302 984 6000  
www.potteranderson.com



Federal ID # 51-0080985

February 12, 2025  
Bill Number 312888  
File Number (PINCRO-51819) / 21202.00001

Pincus, Robert B.  
rbpincus@gmail.com

For legal services rendered as more fully set forth in the attached statement.

Legal Services	\$14,088.00
Bill Total	<u>\$14,088.00</u>

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]



**Potter Anderson & Corroon LLP**

1313 North Market Street  
P.O. Box 951  
Wilmington, DE 19899-0951  
302 984 6000  
www.potteranderson.com

Federal ID # 51-0080985



Pincus, Robert B.  
rbpincus@gmail.com

February 12, 2025  
Bill Number 312888  
File Number (PINCRO-51819) / 21202.00001

RE: Legal Advice to Special Master in U.S. District Court for District of Delaware

Through January 31, 2025

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
01/01/25	MTS	Pleadings	0.30 Hrs	\$457.50
		Review of emails and filings		
01/02/25	MCD	Analysis/Strategy	0.30 Hrs	\$135.00
		Review oral order re billings and memorandum re joint status report.		
01/03/25	MCD	Analysis/Strategy	0.20 Hrs	\$90.00
		Email correspondence re filings and calendaring		
01/06/25	NMTA	Analysis/Strategy	1.00 Hrs	\$300.00
		Review Memorandum Order and Oral Orders re deadlines		
01/07/25	NMTA	Analysis/Strategy	1.00 Hrs	\$300.00
		Update/convert contact/service list		
01/07/25	NMTA	Analysis/Strategy	0.40 Hrs	\$120.00
		Continue review of Memorandum Order re deadlines, communications re same		
01/07/25	MCD	Analysis/Strategy	0.50 Hrs	\$225.00
		Correspondence re service list and filing deadlines.		
01/07/25	BAPA	Other Written Motions and Submissions	0.50 Hrs	\$420.00
		Review draft and related correspondence re briefing re amended sales process		
01/08/25	MCD	Other Written Motions and Submissions	1.40 Hrs	\$630.00
		Review and revise opening brief re other issues; prepare to file re the same; Correspondence re distribution list; review memorandum re priority order.		
01/08/25	NMTA	Analysis/Strategy	2.50 Hrs	\$750.00
		Update service list, finish updating contact list, review brief, make edits, prepare for court filing and service		
01/08/25	BAPA	Other Written Motions and Submissions	0.50 Hrs	\$420.00
		Review opening brief re sales process matters, related		

Pincus, Robert B.  
Re Legal Advice to Special Master in U.S. D

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
01/09/25	NMTA	correspondence Analysis/Strategy Updates to contact list	0.20 Hrs	\$60.00
01/09/25	MCD	Analysis/Strategy Review and revise contact distribution list; correspondence with co-counsel re the same.	0.50 Hrs	\$225.00
01/09/25	TEE	Document/File Management Update docket	1.00 Hrs	\$125.00
01/13/25	MCD	Analysis/Strategy Review updated contact list.	0.10 Hrs	\$45.00
01/14/25	MCD	Analysis/Strategy Review joint status report and answering brief re Jan. 1 oral order; prepare to file re the same.	1.60 Hrs	\$720.00
01/14/25	NMTA	Analysis/Strategy Review edits from co-counsel re contact list, update contact list	0.50 Hrs	\$150.00
01/14/25	NMTA	Other Written Motions and Submissions Review brief and status report, prepare for court filing and service	0.50 Hrs	\$150.00
01/15/25	MCD	Analysis/Strategy Review January to March billing and expenses; correspond with co-counsel re the same.	0.30 Hrs	\$135.00
01/16/25	MCD	Analysis/Strategy Review list of filings to determine billing estimate; review January to March 2025 budget.	0.20 Hrs	\$90.00
01/16/25	MCD	Analysis/Strategy Review reply brief re Jan. 1 oral order; prepare to file re the same.	0.30 Hrs	\$135.00
01/16/25	NMTA	Other Written Motions and Submissions Review reply submission on open matters re sale process, prepare for filing with Court	0.30 Hrs	\$90.00
01/17/25	MCD	Analysis/Strategy Correspondence with B. Palapura re expenses and 2025 estimates; review the special master's 2025 budget report.	0.70 Hrs	\$315.00
01/17/25	MTS	Pleadings Review of emails and filings	0.30 Hrs	\$457.50
01/18/25	MTS	Pleadings Review of filings and emails	0.30 Hrs	\$457.50
01/21/25	MCD	Analysis/Strategy Correspond with M. Burrus re Reply brief; review reply brief and exhibits; assist with filing re the same.	2.50 Hrs	\$1,125.00
01/21/25	MTS	Fact Investigation/Development Call with Duane Morris re fees; call with B. Palapura; review of emails and filings	0.50 Hrs	\$762.50
01/21/25	BAPA	Other Written Motions and Submissions Review, coordinate filing of response to objections to joint status report	1.00 Hrs	\$840.00
01/21/25	NMTA	Other Written Motions and Submissions	2.90 Hrs	\$870.00

Pincus, Robert B.  
Re Legal Advice to Special Master in U.S. D

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
01/23/25	MCD	Review response to objections to joint status report, prepare exhibits, file with the Court Analysis/Strategy	1.40 Hrs	\$630.00
01/23/25	BAPA	Review and edit letter re updates to the court and exhibits; attend to emails and assist with filing re the same.		
01/23/25	NMTA	Other Written Motions and Submissions	0.50 Hrs	\$420.00
01/23/25	LFM	Review, revise, file update on bidder protection proposal	0.10 Hrs	\$30.00
01/23/25	MCD	Other Written Motions and Submissions	2.90 Hrs	\$942.50
01/26/25	BAPA	Review letter, prepare for filing with Court		
01/27/25	MTS	Other Written Motions and Submissions	0.10 Hrs	\$45.00
01/28/25	NMTA	Review status report, related exhibit, make final edits, prepare for court filing	0.30 Hrs	\$252.00
01/28/25	BAPA	Analysis/Strategy	0.30 Hrs	\$457.50
01/30/25	MTS	Review email correspondence re Lovati reimbursement.	0.30 Hrs	\$240.00
01/31/25	NMTA	Analysis/Strategy	0.20 Hrs	\$168.00
01/31/25	BAPA	Correspondence re sale notice publication	0.30 Hrs	\$135.00
01/31/25	MCD	Analysis/Strategy	0.20 Hrs	\$168.00
01/31/25	BAPA	Review January 27 Memorandum Order; email correspondence re Joint Status Report.		
01/31/25	BAPA	Other Written Motions and Submissions	0.20 Hrs	\$168.00
01/31/25	BAPA	Correspondence re possible joint status report and sales notice publication		
Total				\$14,088.00

#### LEGAL SERVICES SUMMARY

Bindu A. Palapura	3.20 Hrs	\$2,688.00
Myron T. Steele	1.70 Hrs	\$2,592.50
Malisa C. Dang	10.40 Hrs	\$4,680.00
Laura M. Fernandes	2.90 Hrs	\$942.50
Nicole M. Tarantino	10.20 Hrs	\$3,060.00
Taylor E. Ehret	1.00 Hrs	\$125.00
	<u>29.40 Hrs</u>	<u>\$14,088.00</u>

Pincus, Robert B.  
Re Legal Advice to Special Master in U.S. D

Total Due This Bill	<u>\$14,088.00</u>
<b>GRAND TOTAL DUE</b>	<b><u>\$14,088.00</u></b>
Credit Balance	\$4,468.81



CRYSTALLEX INTL CORP V. BOLIVARIAN  
REPUBLIC OF VENEZUELA  
C/O ROBERT B. PINCUS,  
SPECIAL MASTER OF U.S. DISTRICT COURT  
EMAIL INVOICE TO: BOB PINCUS -  
RBPINCUS@GMAIL.COM

Invoice No. 111949  
Date 02/07/2025  
Client No. 15264

---

**CRYSTALLEX INTL CORP C/O SPECIAL MASTER**

FOR PROFESSIONAL SERVICES RENDERED THROUGH  
JANUARY 31, 2025:

\$ 3,027.50

REIMBURSABLE EXPENSES

24.50

**TOTAL INVOICE** **\$ 3,052.00**

We appreciate the opportunity to be of service to you. If you have any questions or concerns regarding this invoice, please call our Billing Manager at Ext. 5134 immediately. If your payment is returned due to insufficient funds, we will assess a \$25 charge.

A late fee of 1½% per four-week period will be applied to the unpaid balance after 28 days.

**Santora CPA Group, 220 Continental Drive, Suite 112, Newark, DE 19713 (302) 737-6200**



CRYSTALLEX INTL CORP V. BOLIVARIAN REPUBLIC OF VENEZUELA  
C/O ROBERT B. PINCUS,  
SPECIAL MASTER OF U.S. DISTRICT COURT  
EMAIL INVOICE TO: BOB PINCUS -  
RBPINCUS@GMAIL.COM

Amount Remitted \$ \_\_\_\_\_

Invoice No. 111949  
Date 02/07/2025  
Client No. 15264

**Please return this stub with your payment to ensure proper credit to your account...thank you.**

Fees for Professional Services Rendered through January 31, 2025: Invoice No. 111949

<u>DATE</u>	<u>SERVICE</u>	<u>STAFF</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/03/2025	Administrative Services Post payments from 12/26 through current.	Mattson	2.50	\$ 450.00
01/07/2025	Review of Documents Request/obtain 12/31/24 financial reports from Andrea; review and follow up.	Smith	0.75	487.50
01/07/2025	Administrative Services Gather 2024 payment info for Weil; set up wire payment; gather financials for tax team; process December bank reconciliation in QB.	Mattson	3.00	540.00
01/08/2025	Review of Documents Review December invoice, additional reports.	Smith	0.25	162.50
01/13/2025	Administrative Services Updated recap.	Smith	0.25	162.50
01/15/2025	Review of Information Return Review 1099 drafts, reply to Andrea regarding updates needed; email to Bob Pincus regarding Covington & Burling 1099 reporting.	Smith	0.50	325.00
01/15/2025	Administrative Services Post recent payments and process 2024 Forms 1099.	Mattson	2.50	450.00
01/16/2025	Administrative Services File Forms 1099 and pull reports for Bob Pincus.	Mattson	1.00	180.00
01/28/2025	Administrative Services Post recent payments and send wire payments.	Mattson	1.50	<u>270.00</u>

Total For Services 3,027.50

Reimbursable Expenses - QBO Intuit fee for  
January 12 to February 12, 2025

\$ 24.50

Total For Reimbursable Expenses 24.50

CRYSTALLEX INTL CORP V. BOLIVARIAN REPUBLIC OF VENEZUELA  
~Invoice No. 111949

Page 2

---

Fees for Professional Services Rendered through January 31, 2025:

CURRENT AMOUNT DUE \$ 3,052.00

**SUMMARY OF PROFESSIONAL SERVICES:**

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
Robert S. Smith	1.75	\$650.00	\$ 1,137.50
Andrea E. Mattson	<u>10.50</u>	\$180.00	<u>1,890.00</u>
<b>TOTAL</b>	<b><u>12.25</u></b>		<b><u>\$ 3,027.50</u></b>

**To pay online by EFT or credit card, please visit our secure payment portal on our website ([www.santoracpagroup.com](http://www.santoracpagroup.com)) - please click "Pay My Bill" at the top right of the home page.**

We appreciate the opportunity to be of service to you. If you have any questions or concerns regarding this invoice, please call our Billing Manager at Ext. 5134 immediately. If your payment is returned due to insufficient funds, we will assess a \$25 charge.

A late fee of 1½% per four-week period will be applied to the unpaid balance after 28 days.

**Santora CPA Group, 220 Continental Drive, Suite 112, Newark, DE 19713 (302) 737-6200**